

THE SPECTACULAR SPIDER-MAN™

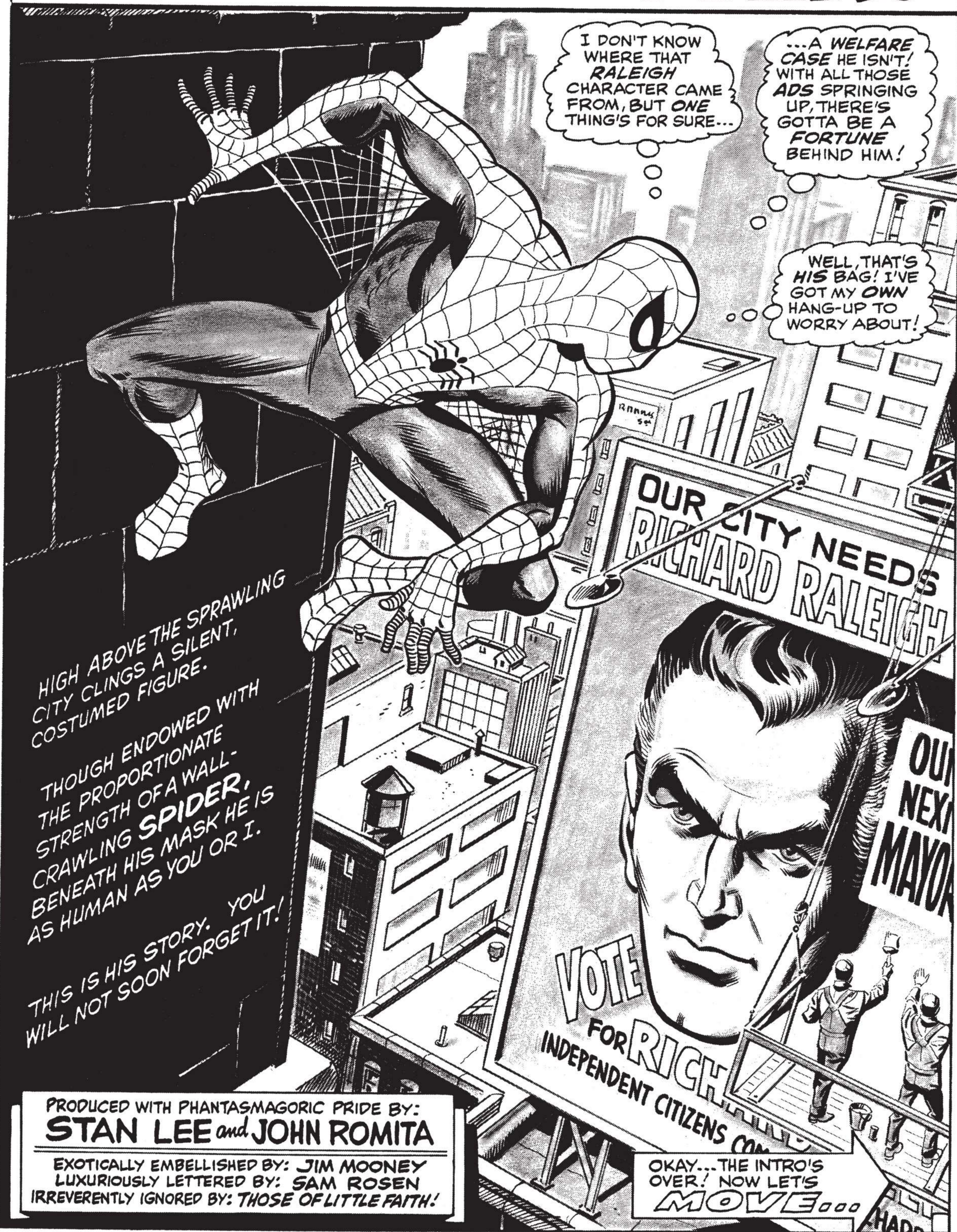
40¢ IN CAN. 35c
JULY



**"LO, THIS
MONSTER!"**

A BOOK-LENGTH SUPER-
SPIDEY SPECTACULAR!

"LO, THIS MONSTER!"



PRODUCED WITH PHANTASMAGORIC PRIDE BY:
STAN LEE and **JOHN ROMITA**

EXOTICALLY EMBELLISHED BY: JIM MOONEY
LUXURIOUSLY LETTERED BY: SAM ROSEN
IRREVERENTLY IGNORED BY: THOSE OF LITTLE FAITH!

OKAY... THE INTRO'S
OVER! NOW LET'S
MOVE...





UNFORTUNATELY, OUR HAPLESS HERO FINDS PRECIOUS LITTLE TIME TO WORRY ABOUT THE TWO PAINTERS HE HAS JUST RESCUED, FOR, SECONDS LATER...

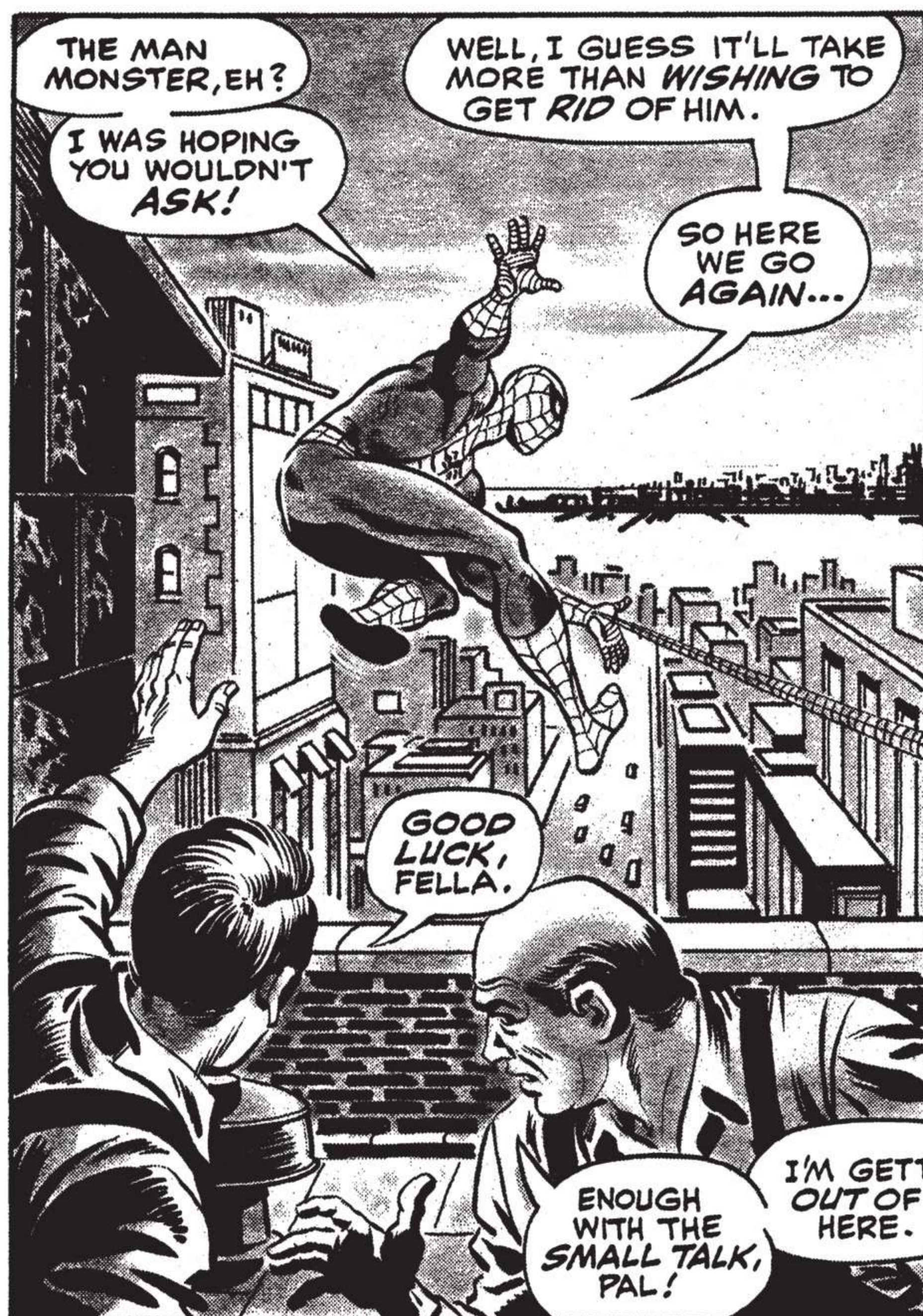






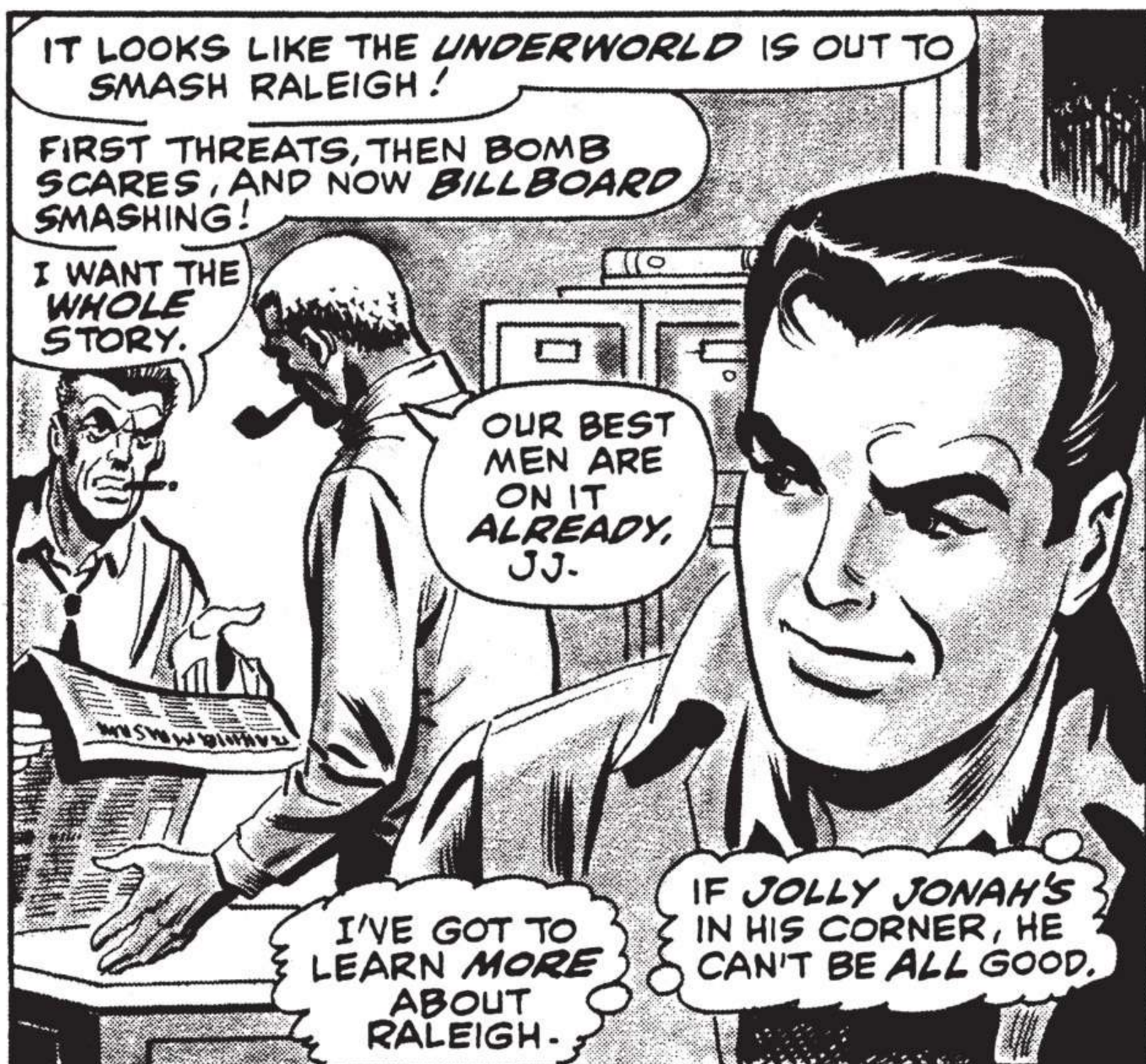
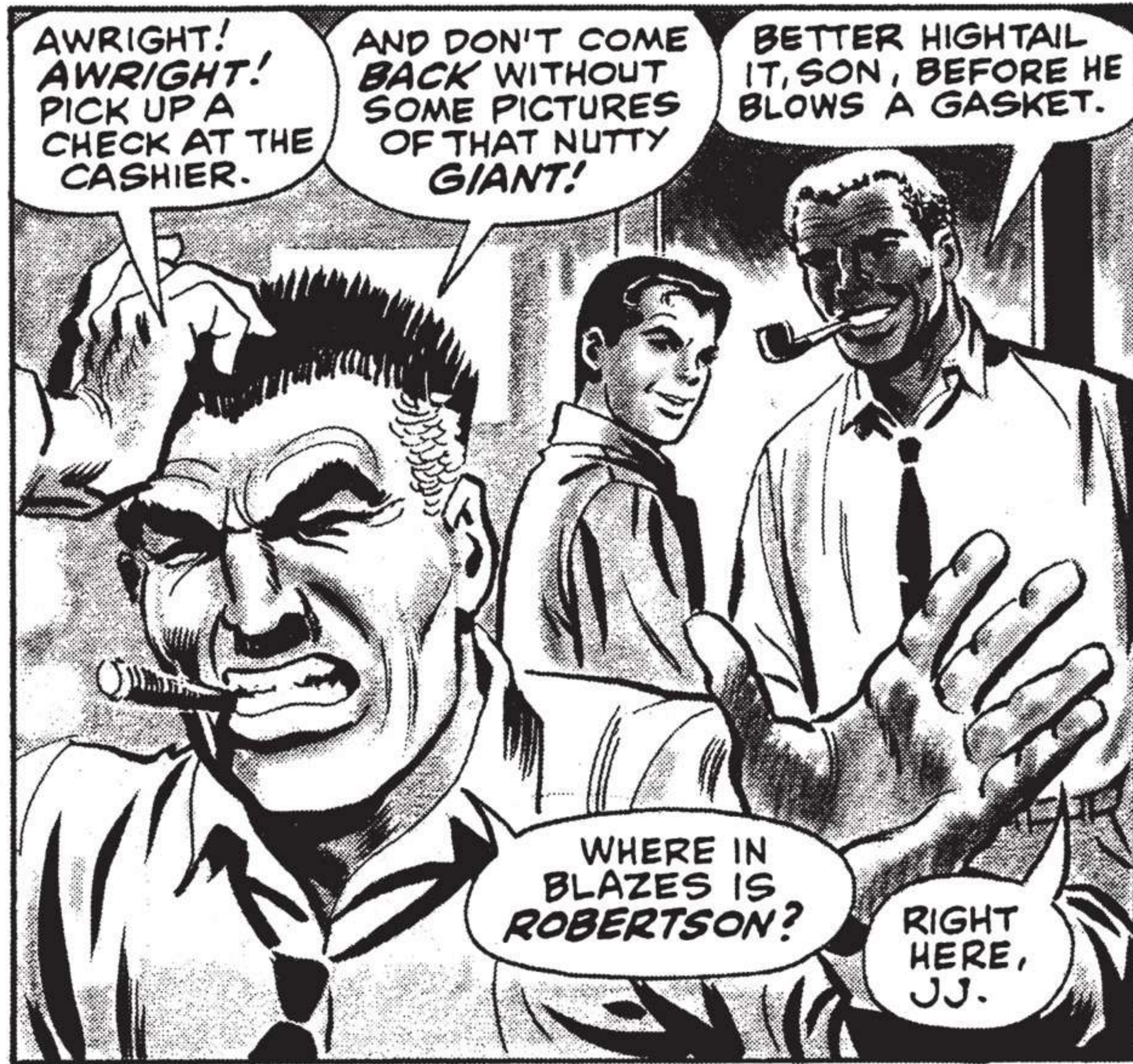


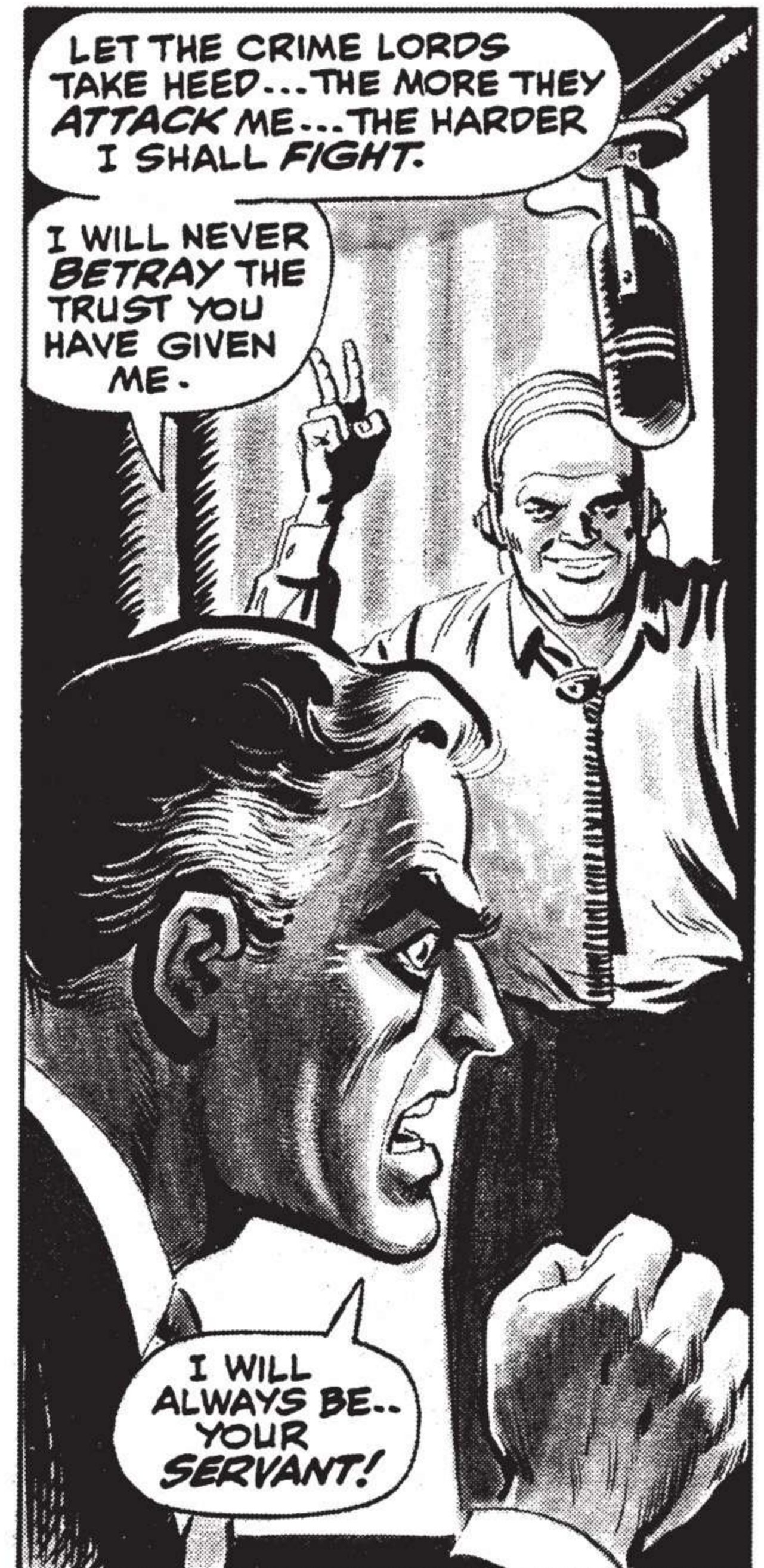
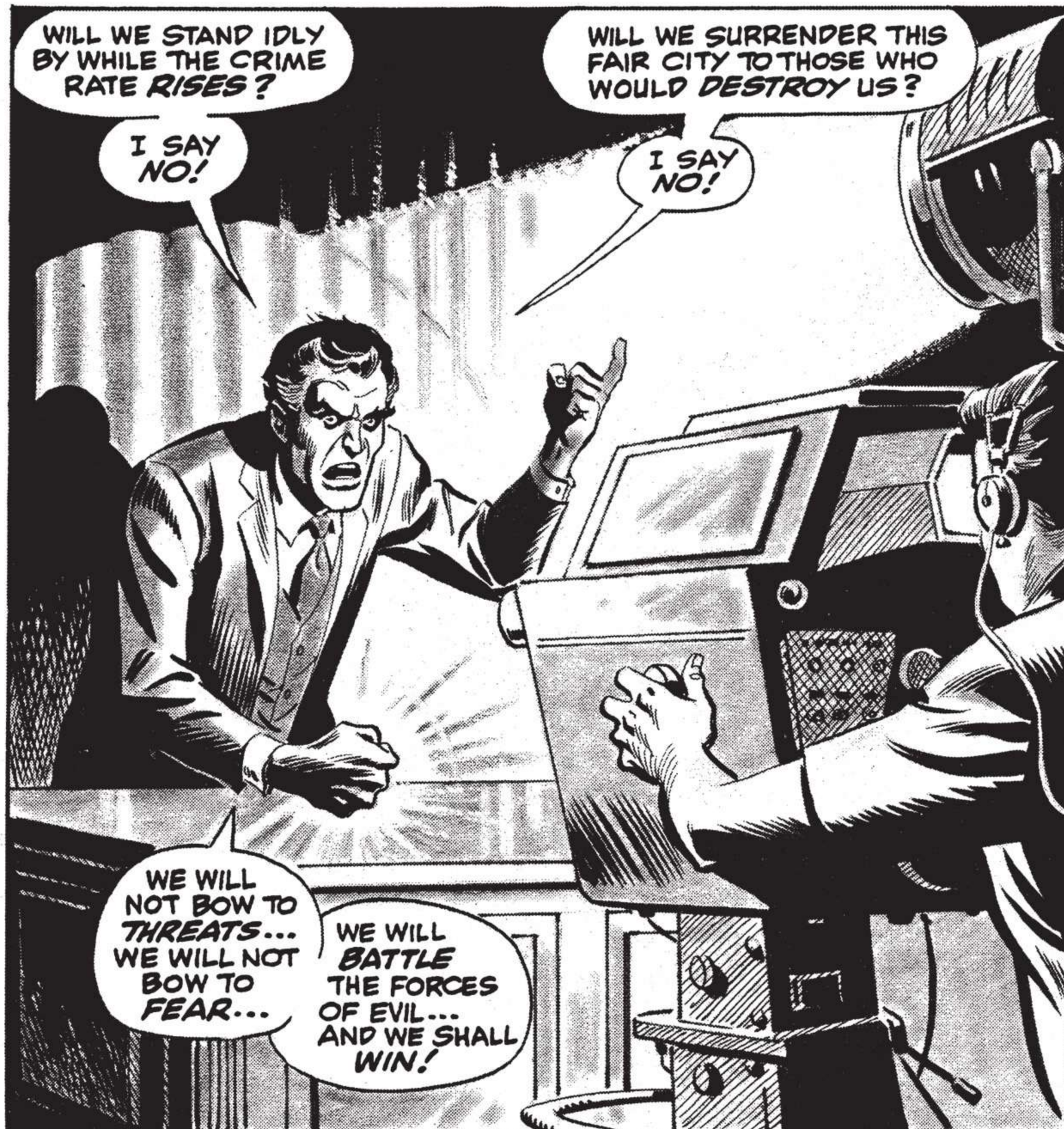




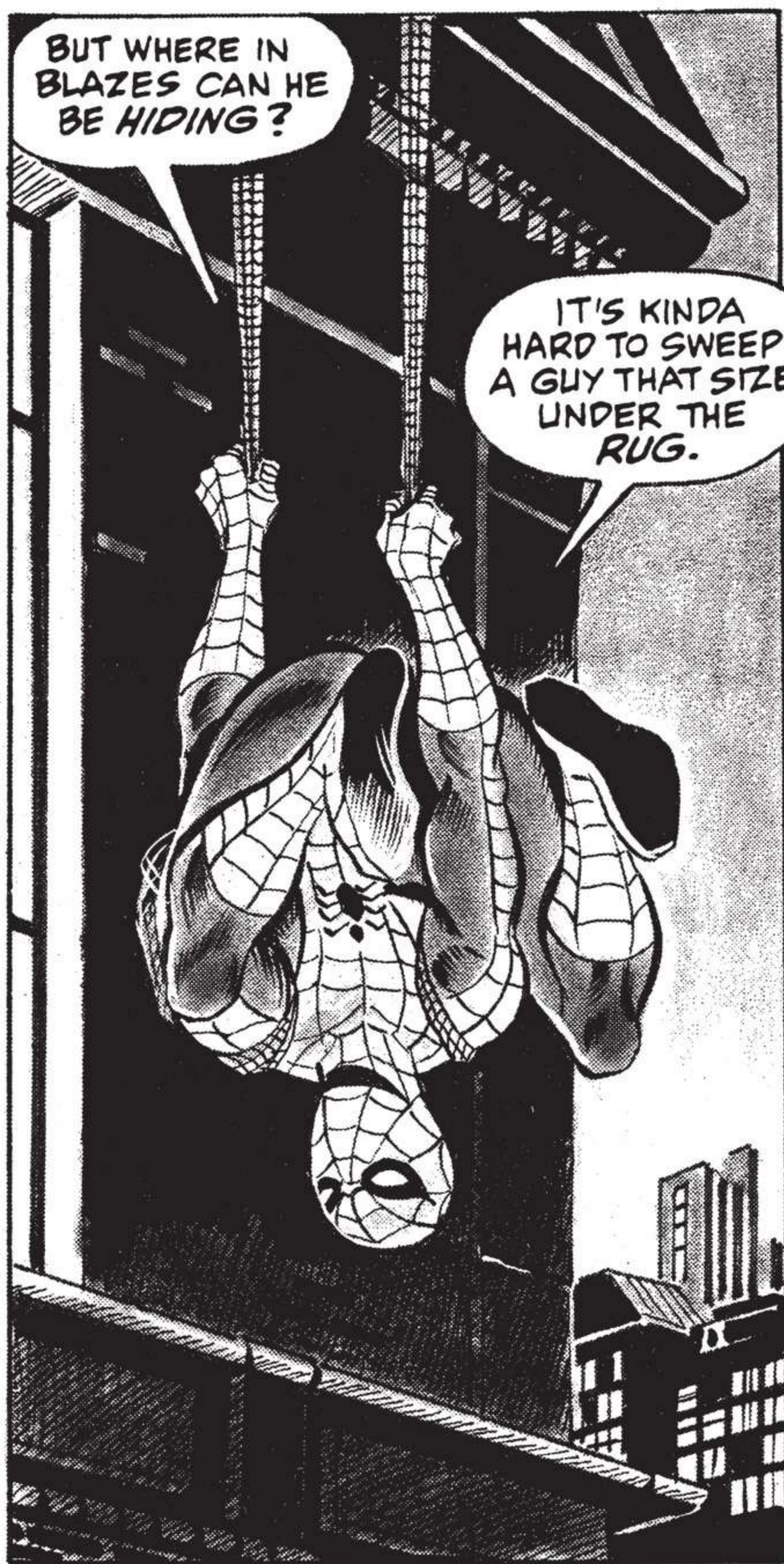






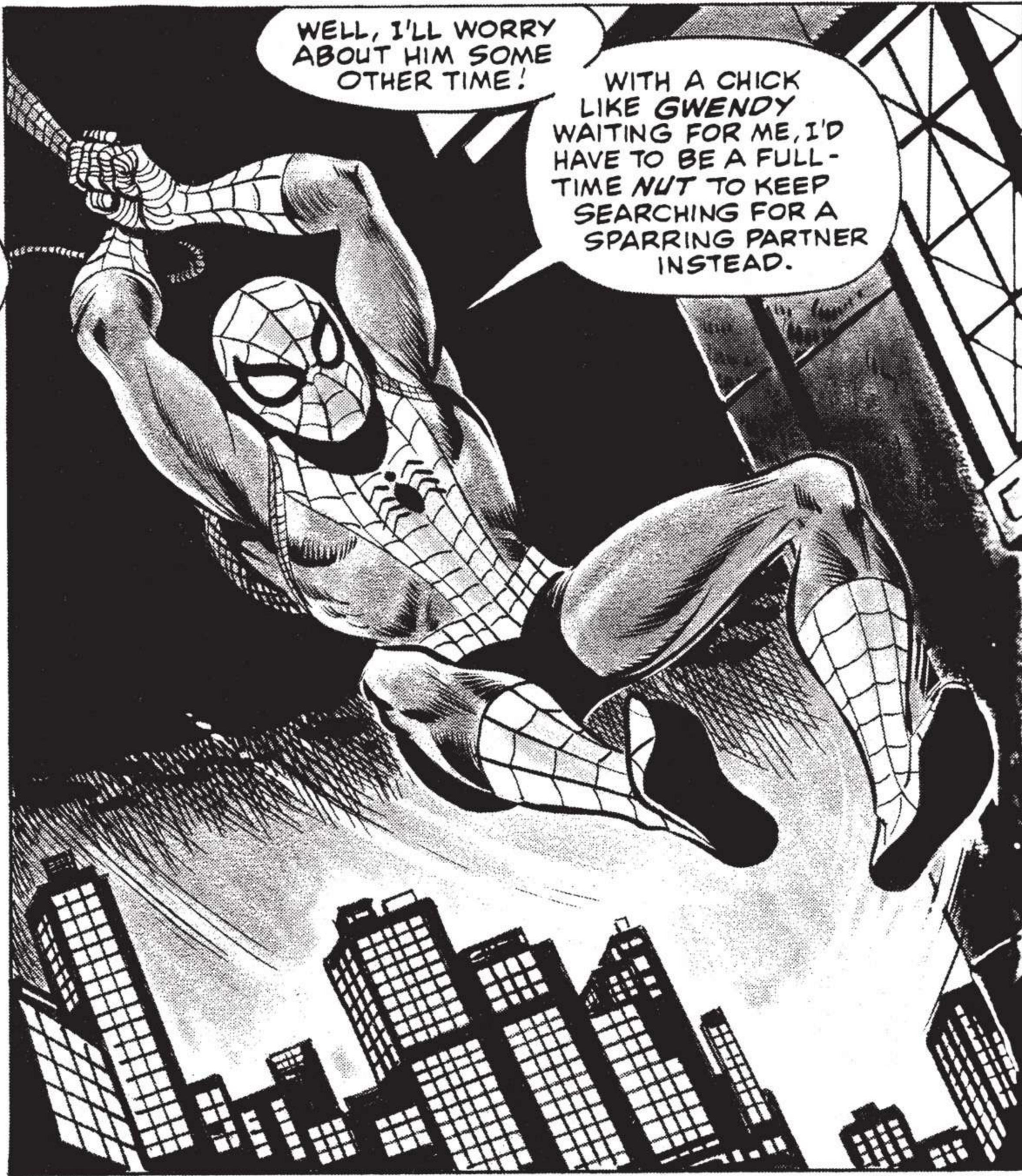






BUT WHERE IN BLAZES CAN HE BE HIDING?

IT'S KINDA HARD TO SWEEP A GUY THAT SIZE UNDER THE RUG.



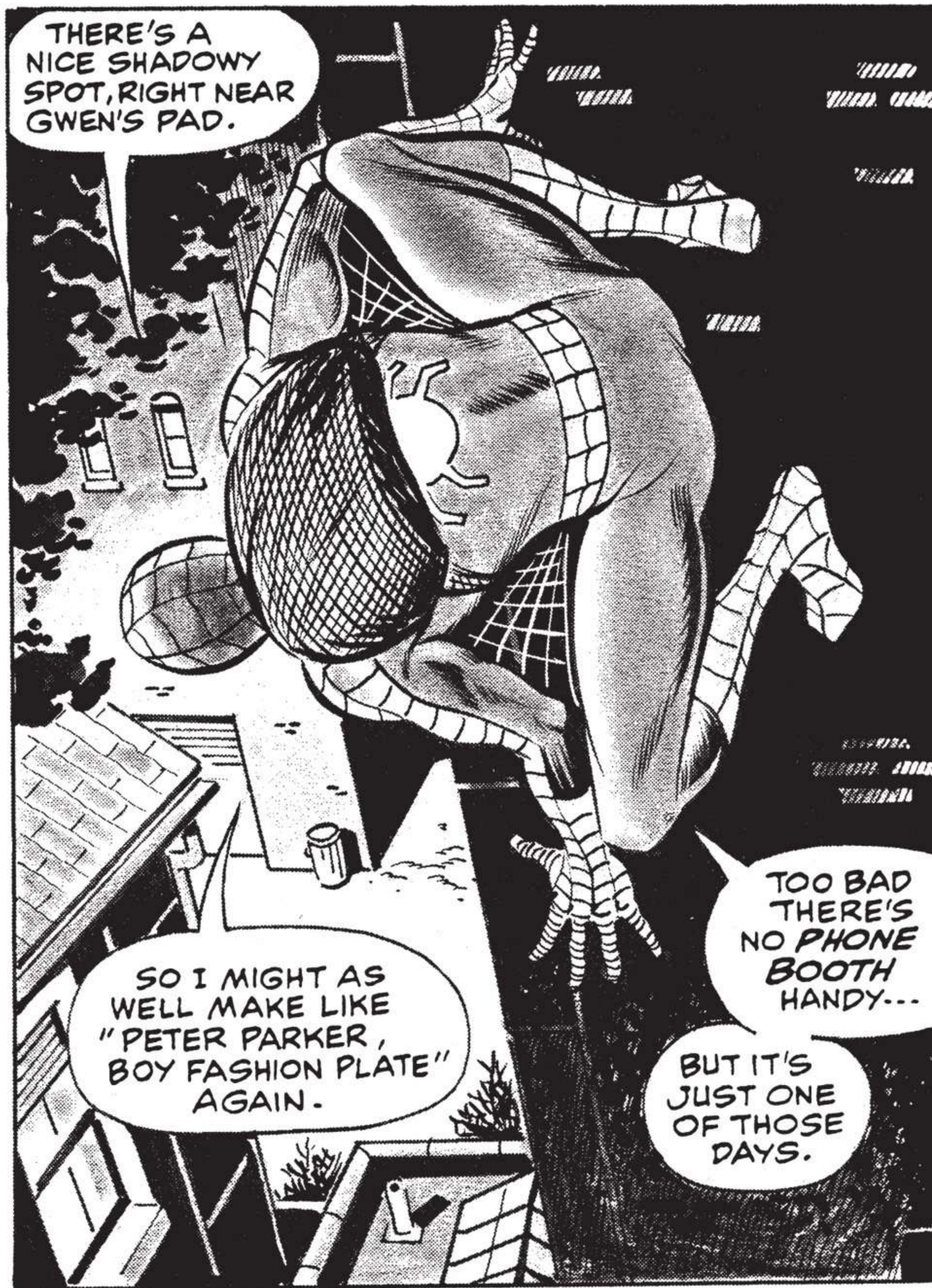
WELL, I'LL WORRY ABOUT HIM SOME OTHER TIME!

WITH A CHICK LIKE GWENDY WAITING FOR ME, I'D HAVE TO BE A FULL-TIME NUT TO KEEP SEARCHING FOR A SPARRING PARTNER INSTEAD.



ANYHOW, THE WAY MY LUCK USUALLY RUNS...

...HE'LL COME SKIPPING ON THE SCENE JUST WHEN I LEAST EXPECT HIM.



THERE'S A NICE SHADOWY SPOT, RIGHT NEAR GWEN'S PAD.

SO I MIGHT AS WELL MAKE LIKE "PETER PARKER, BOY FASHION PLATE" AGAIN.

TOO BAD THERE'S NO PHONE BOOTH HANDY...

BUT IT'S JUST ONE OF THOSE DAYS.

















BUT, EVERYTHING WOULD HAVE BEEN PERFECT... IF SPIDER-MAN HAD NOT INTERFERED.

MY GREATEST CREATION PERFORMED EXACTLY AS I PROMISED.

BUT NOW, HE NEEDS NEW ADJUSTMENTS... NEW MODIFICATIONS... TO ENABLE HIM TO COPE WITH OPPONENTS LIKE SPIDER-MAN!

WHEN I LEARNED OF YOUR EXPERIMENTS IN BIO-CHEMISTRY... THE EXPERIMENTS WHICH CAUSED YOU TO BE SHUNNED BY THE MEDICAL PROFESSION... I KNEW YOU WERE THE ONE I WANTED.

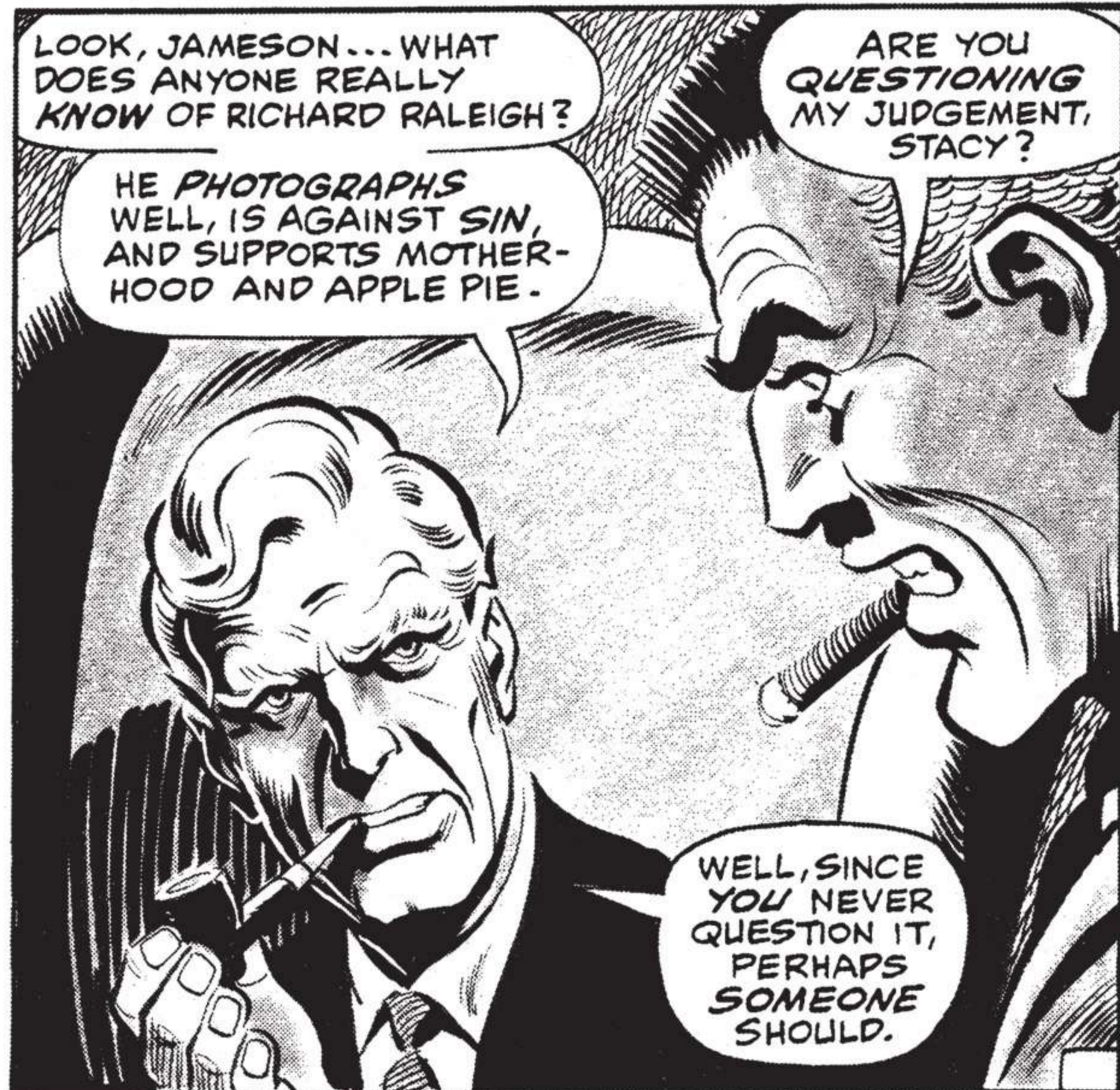
AND, WE HAVE SUCCEEDED. BY ALTERING THE GENES OF A COMMON THUG, WE'VE CREATED A SUPER-POWERFUL MONSTER!

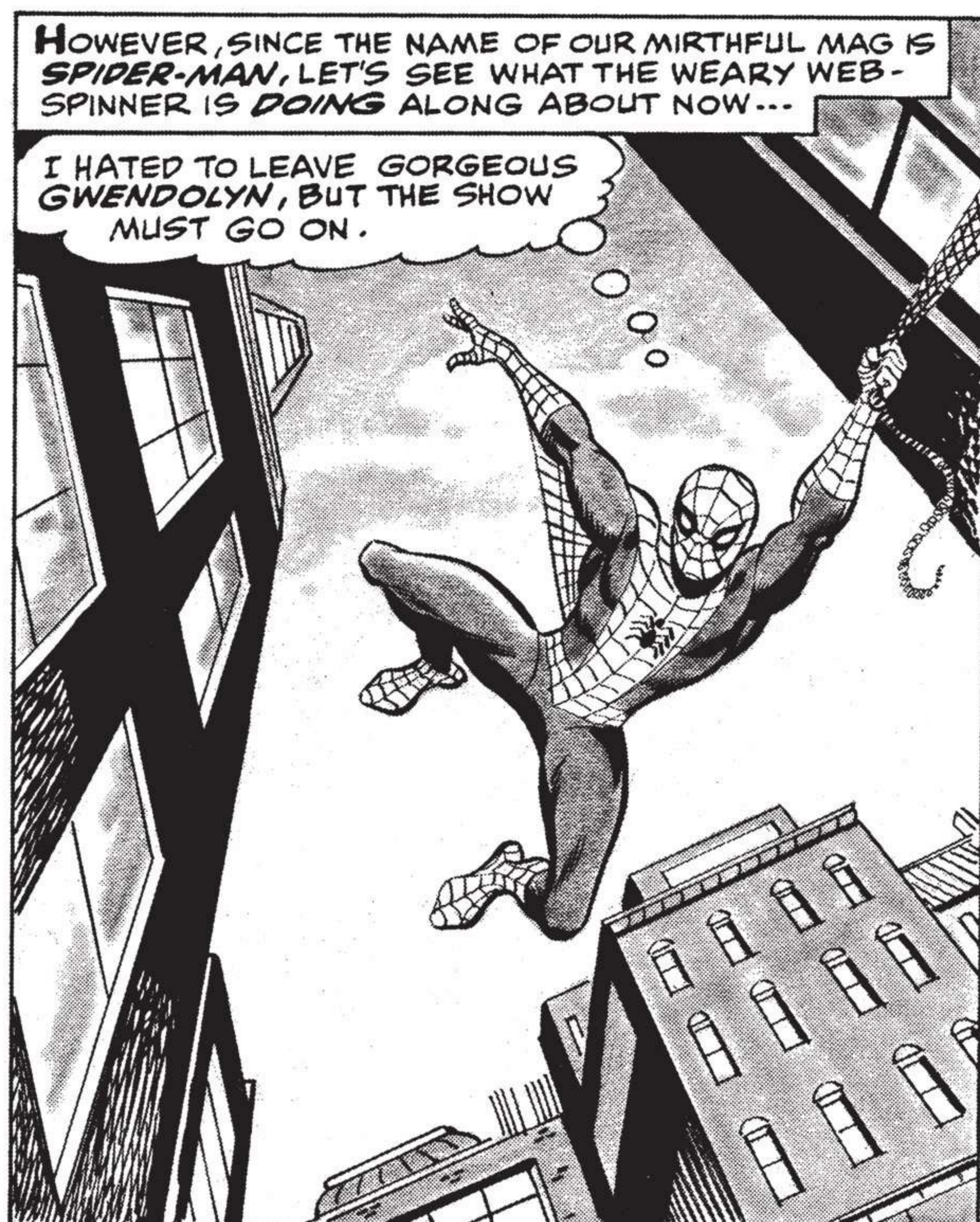
BUT, SO LONG AS HE IS STILL NOT TRULY INVINCIBLE... SO LONG AS SPIDER-MAN CAN DEFEAT HIM... YOU HAVE NOT COMPLETELY FULFILLED YOUR COMMITMENT.

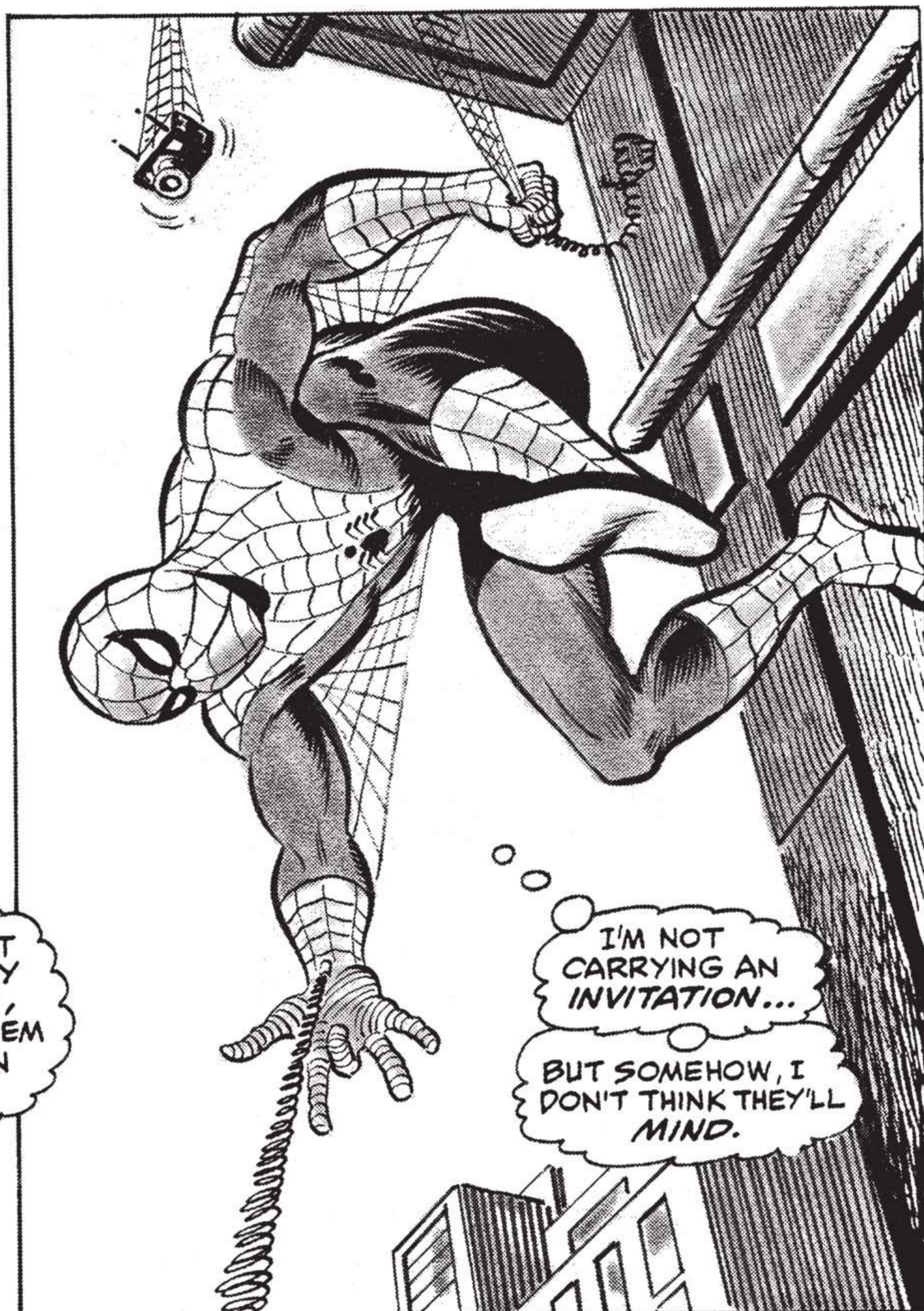






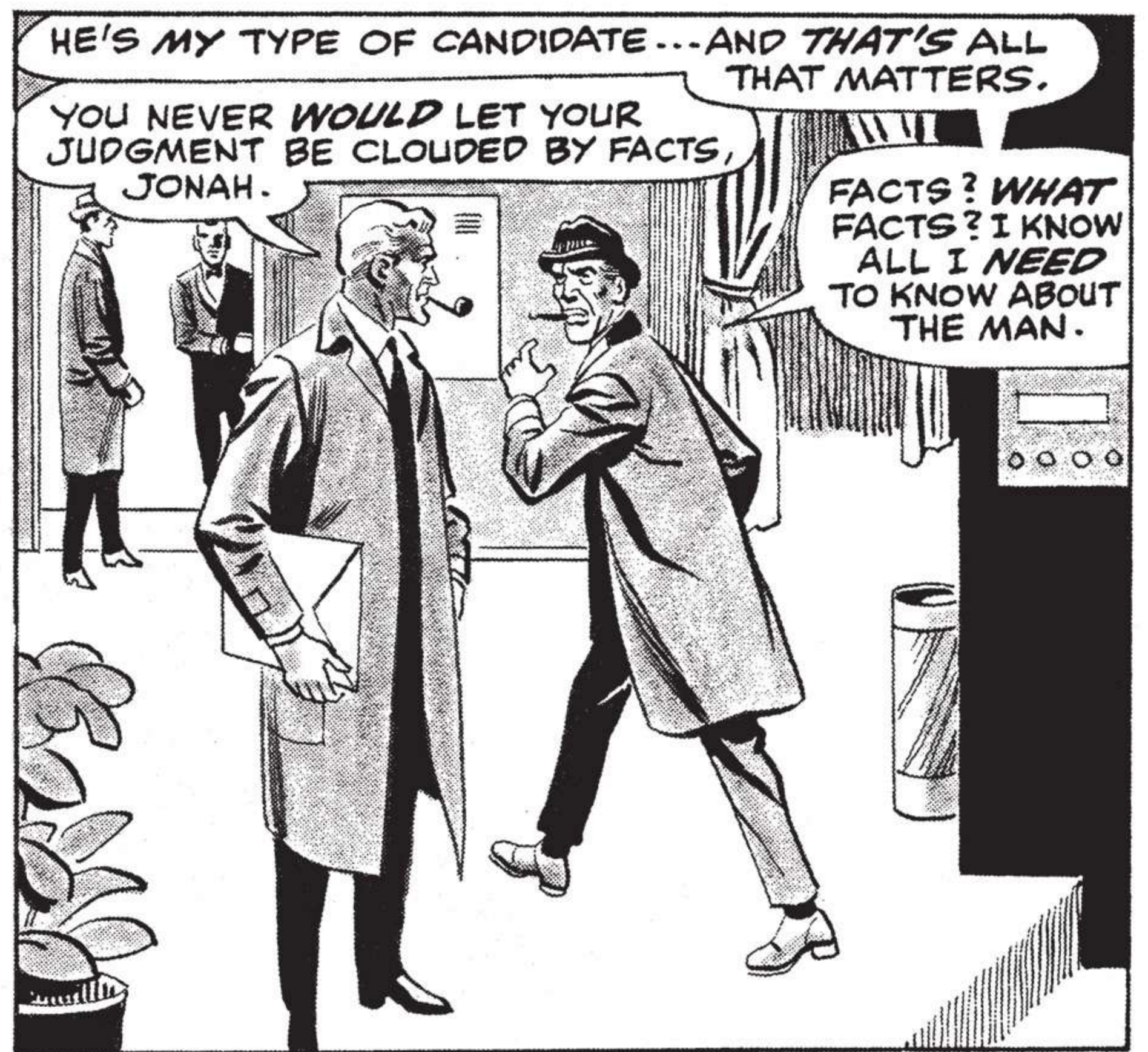


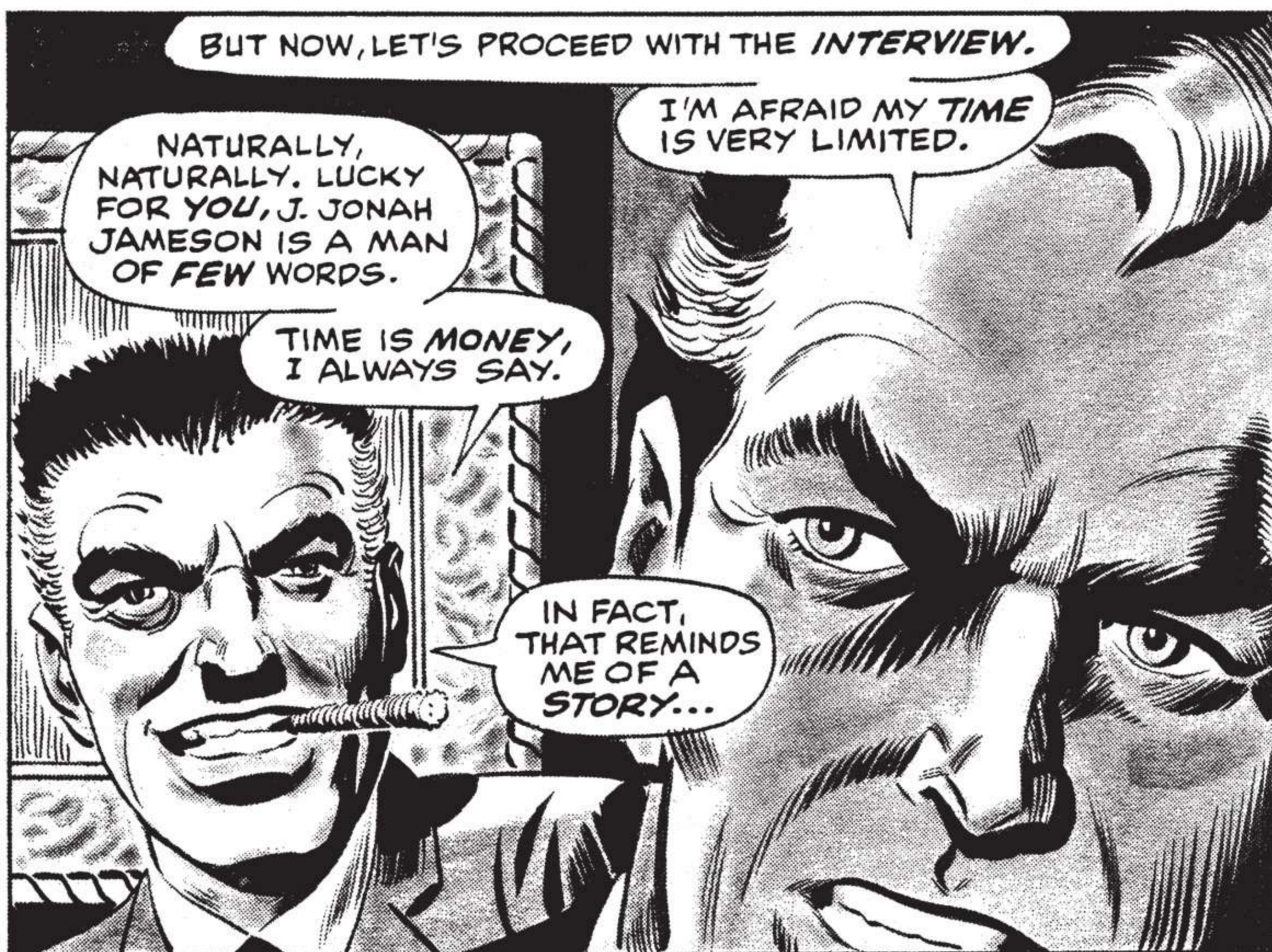
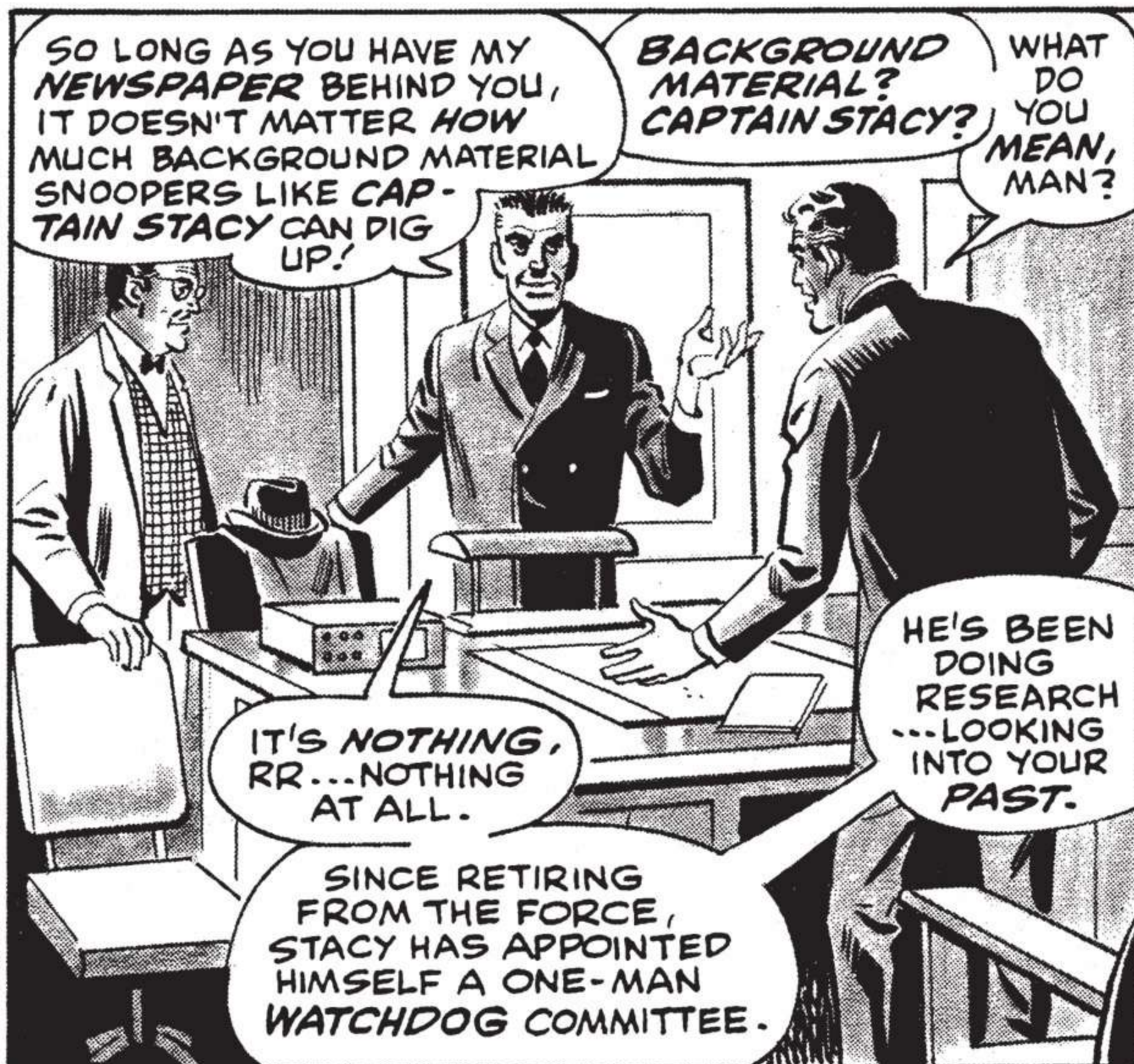


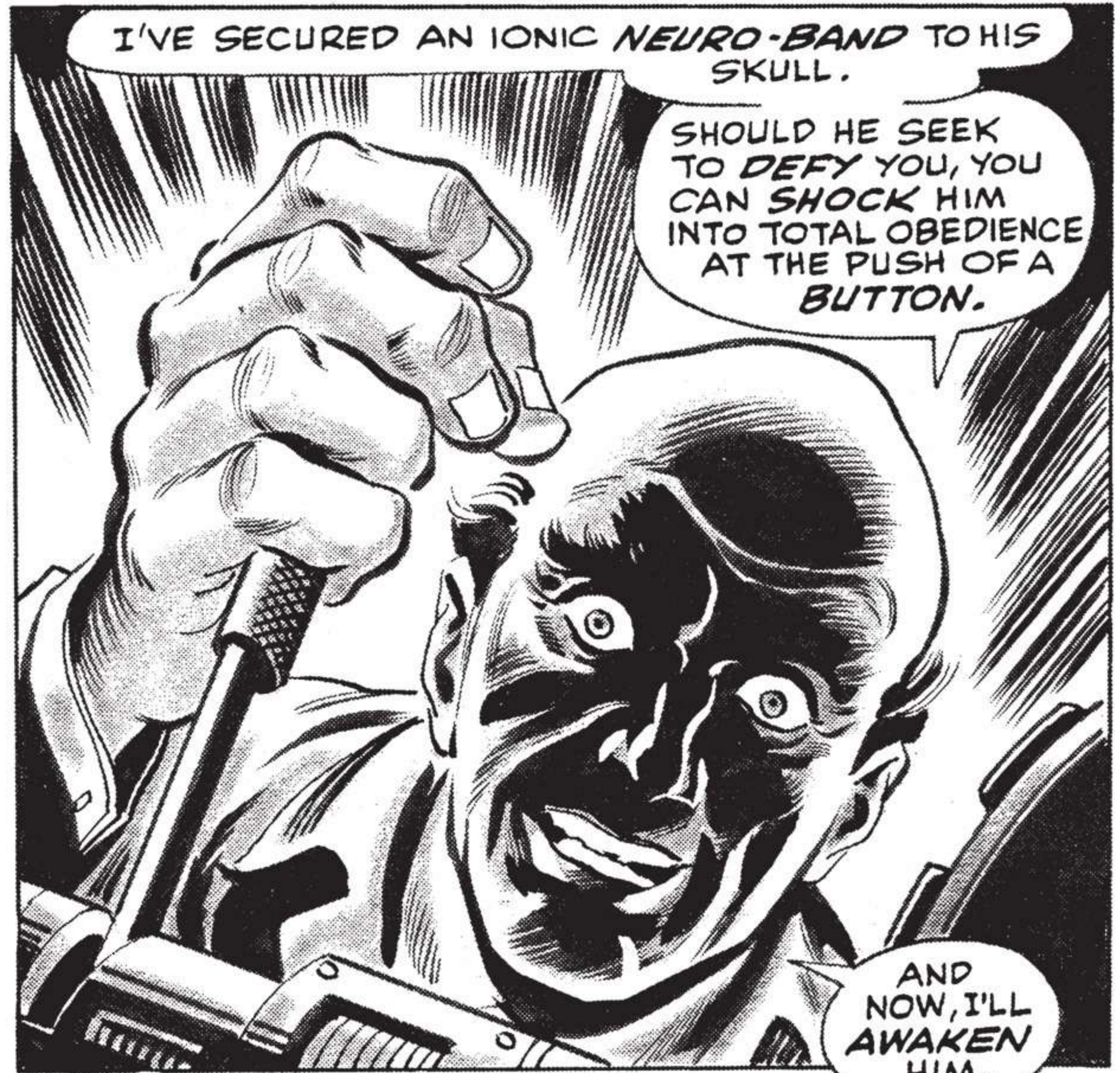
















FASTER! FASTER,
YOU HULKING,
BRAINLESS
GARGOYLE...

I'LL PRESS THE
CONTROL
BUTTON...
EVER SO
SLIGHTLY...
TO SPEED
YOU ON YOUR
WAY.

NO.. NO! THE PAIN...
IS TOO GREAT!

I'LL GO. I'LL DO
WHAT YOU SAY.
I WILL NOT
FAIL YOU.

AND, EVEN AS THE MONSTROUS BEHEMOTH
LUMBERS TOWARD THE HOME OF
CAPTAIN STACY...

IT'S VERY REFRESHING TO SEE A
YOUNG MAN WITH SUCH AN AVID
INTEREST IN MUNICIPAL POLITICS,
PETER.

THIS
BUSINESS
OF THE
UNDER-
WORLD
ALWAYS
ATTACKING HIM
DOESN'T SEEM
KOSHER TO ME,
EITHER.

AND IT'S ESPECIALLY
GRATIFYING TO LEARN
THAT WE SHARE THE
SAME OPINION OF THE
REDOUBTABLE
MR. RALEIGH!

CHECK! I'VE
BEEN RESEARCH-
ING THAT LITTLE
MATTER...



AND, I'VE LEARNED SOME INTERESTING...
OH, IT'S YOU, MY DEAR.

IF YOU DON'T POSITIVELY
SWOON OVER THIS
GLITZY ENSEMBLE...

THEN LITTLE
GWENDOLYNE
SIMPLY
BLEW A
WEEK'S
ALLOW-
ANCE!

WELL, I'M SURE
YOU TWO HAVE
MORE EARTH-
SHAKING
MATTERS TO
DISCUSS THAN
THE COMING
ELECTION.

GWENDY,
IF YOU LOOKED
ANY BETTER,
THEY'D LOCK
YOU UP.



TOO BAD I COULDN'T
FINISH MY TALK WITH
MR. STACY...

BUT, IF IT HAD
TO BE INTERRUPTED,
I CAN'T THINK OF
A BETTER WAY.

HANG LOOSE,
HEROINE! MY
CHARIOT IS
THINE THIS
DAY.

ONE GROOVY
THING ABOUT
A CYCLE...
YOU DON'T
PAY EXTRA
FOR THE AIR
CONDITIONING.

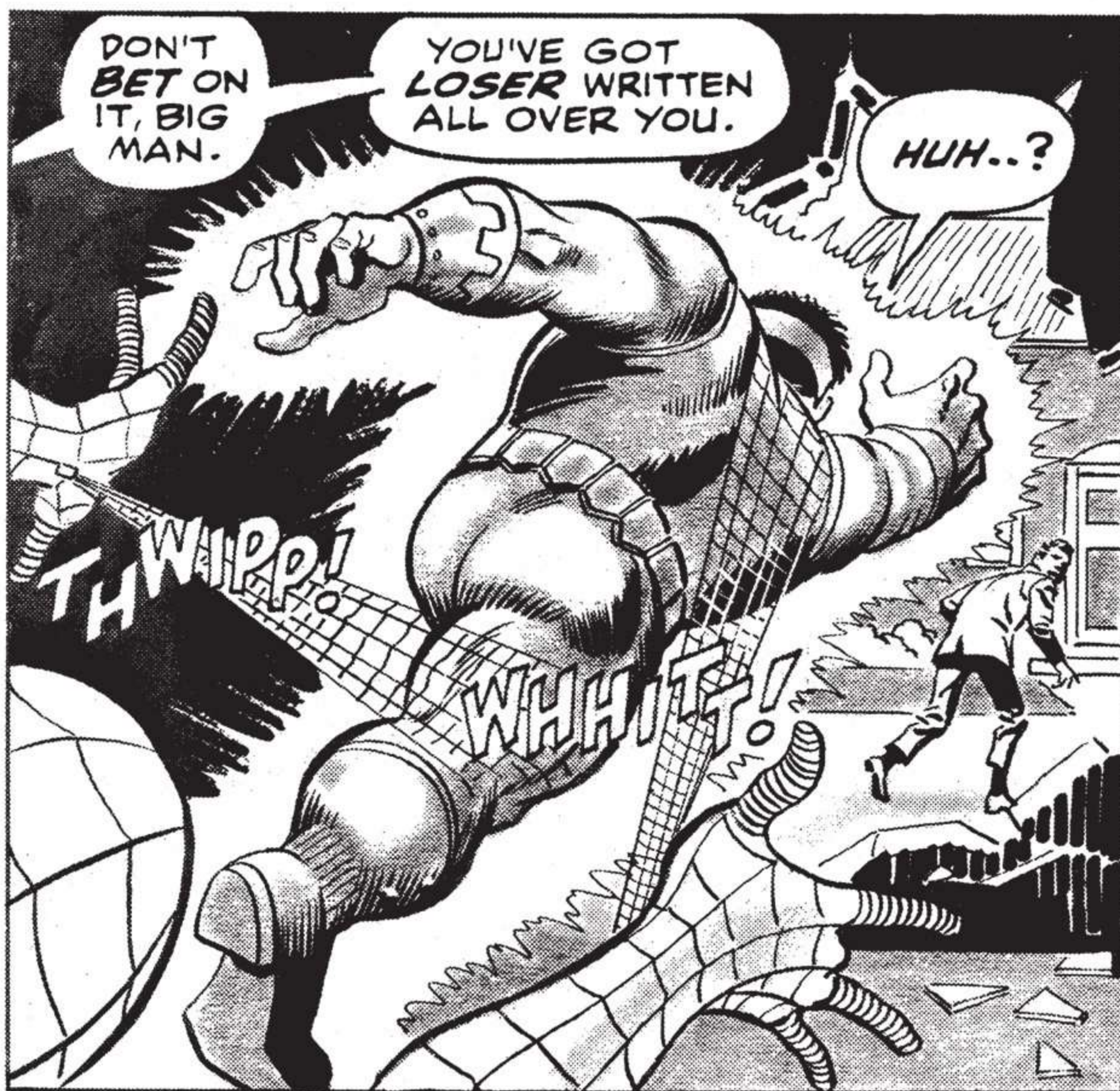
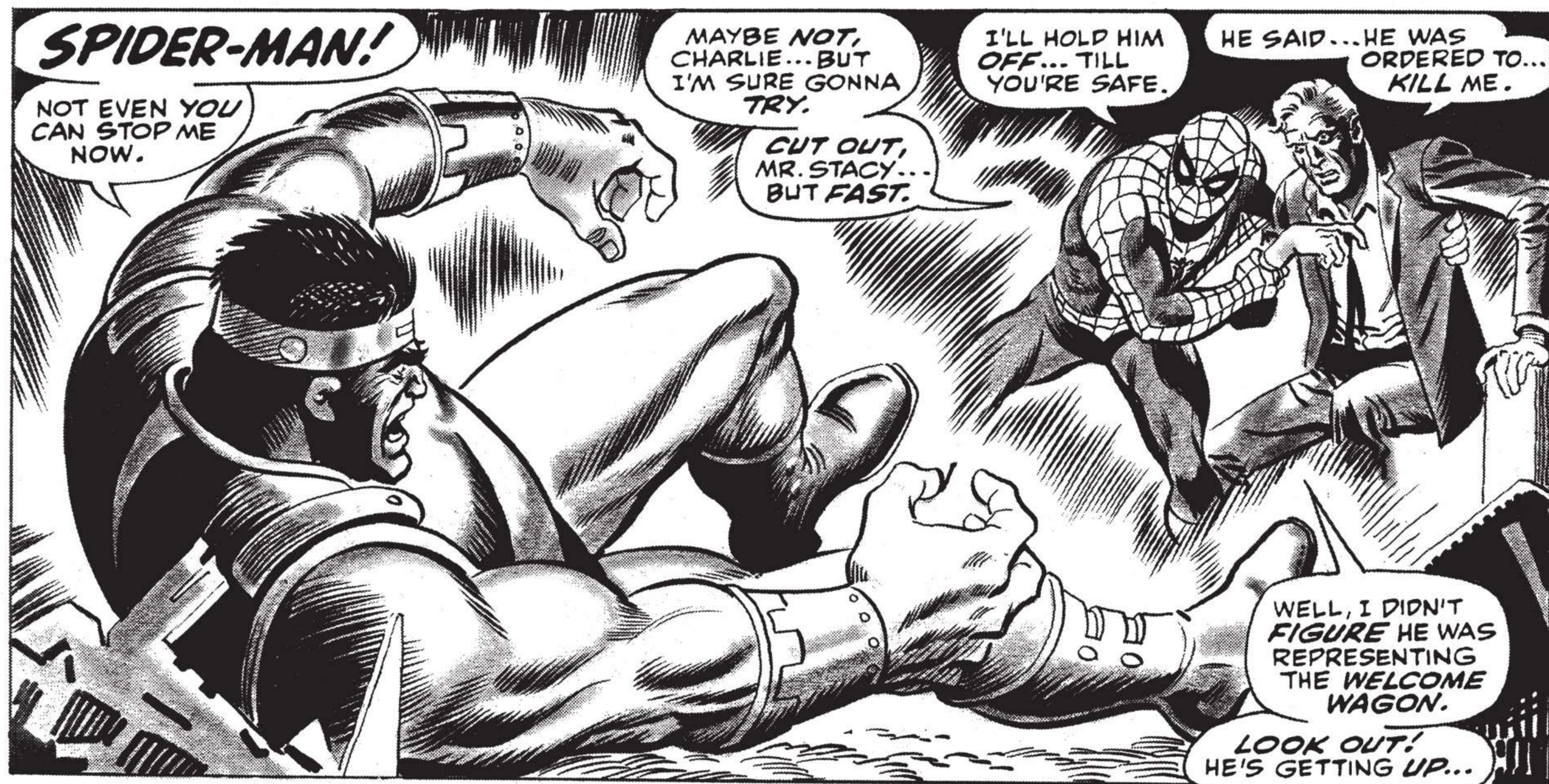
HAVE FUN,
YOU TWO.

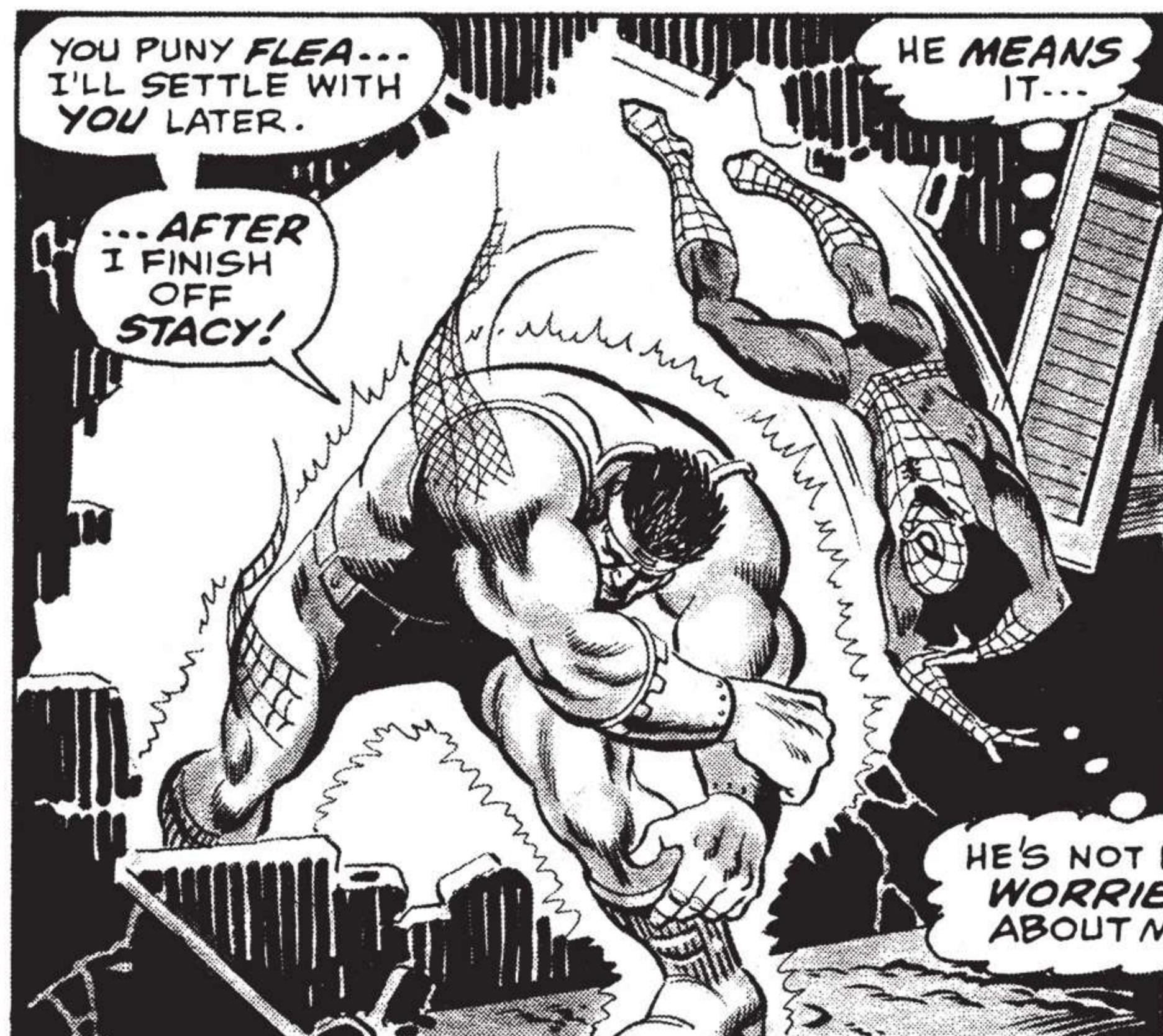
BUT DON'T
BREAK THE
SOUND
BARRIER.

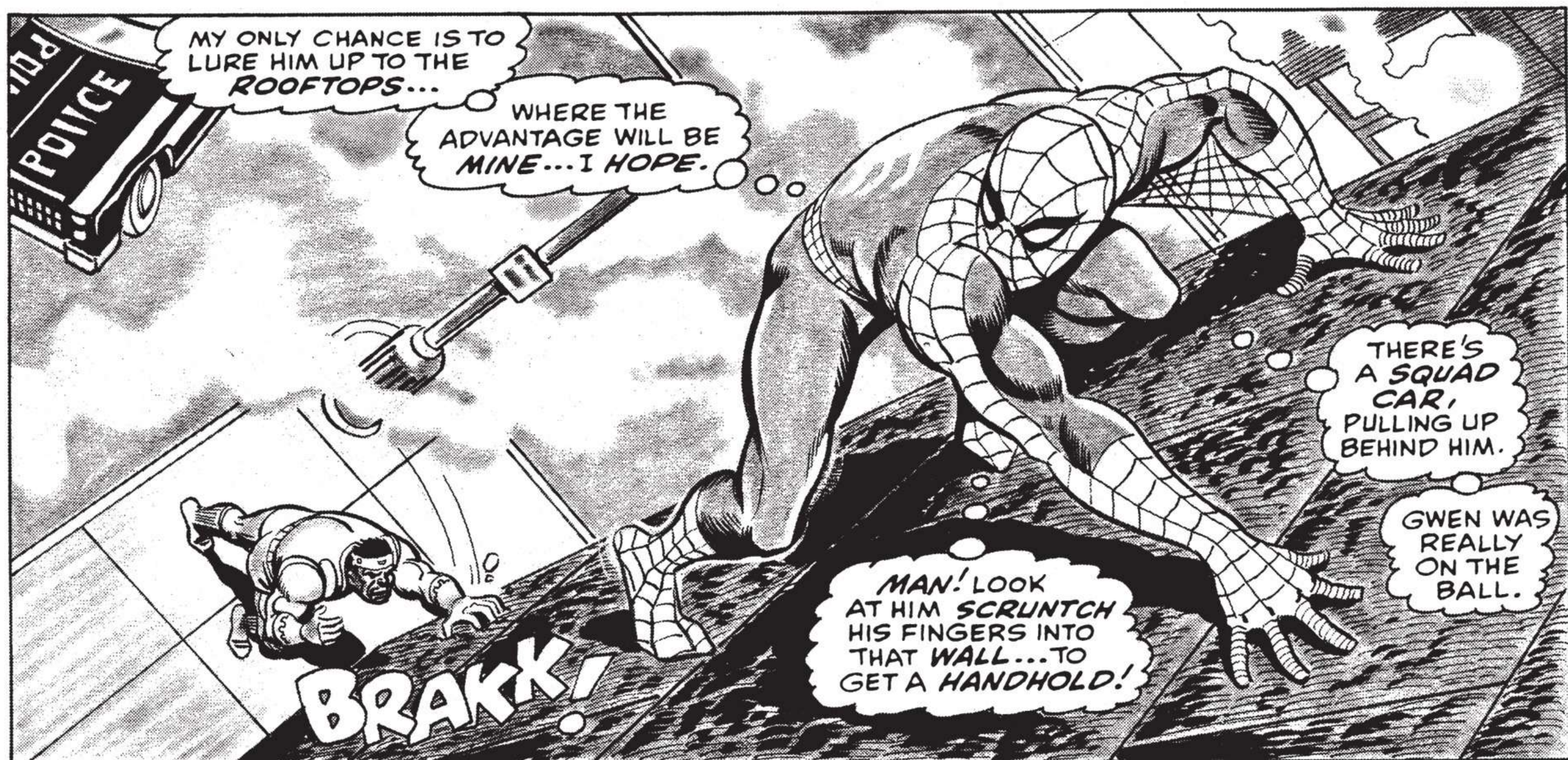












IT'S A SHAME THAT POOR GWENDOLYNE IS WORRYING HERSELF NEEDLESSLY. OR, IS HER WORRY NEEDLESS...?









MY PLAN WAS PERFECT! I HAD USED ADVERTISING... TV... PUBLICATIONS... TO PROJECT AN IMAGE OF MYSELF AS A CRUSADING REFORMER.

THE ELECTION IS AS GOOD AS WON... UNLESS SPIDER-MAN EXPOSES ME.

HOW ABOUT THAT? RALEIGH IS SO CONSUMED WITH HATRED, AND A LUST FOR POWER, THAT HE HIMSELF HAS CRACKED.

THEN, TO GAIN THE PUBLIC'S SYMPATHY, I PRETENDED THE UNDER-WORLD WAS OUT TO DESTROY ME.

YOU MUST DESTROY HIM... NOW! YOU MUST... YOU MUST... YOU MUST!

I'M NOT SURE WHAT HE'S DOING TO MY OVER-GROWN SPARRING PARTNER...

RALEIGH... STOP! YOU DON'T KNOW WHAT YOU'RE DOING...

YOU'LL MAKE HIM KILL US ALL!

BUT IT LOOKS AS THOUGH IT'S SHAKING HIM OUT OF HIS TREE.

AND THEN, AT LAST, DEEP WITHIN THE TORTURED, BESTIAL, HALF-DEMENTED BRAIN, SOMETHING SUDDENLY SNAPS...

YOU TRIED TO HURT ME... TO MAKE ME YOUR SLAVE.

BUT NOW... YOU'LL NEVER HURT ME AGAIN.

NO! I'M RALEIGH... I'M YOUR FRIEND.

WHEN I'M ELECTED... I'LL MAKE YOU RICH.

RICH!

RALEIGH... RUN! YOU CAN'T REASON WITH HIM NOW.

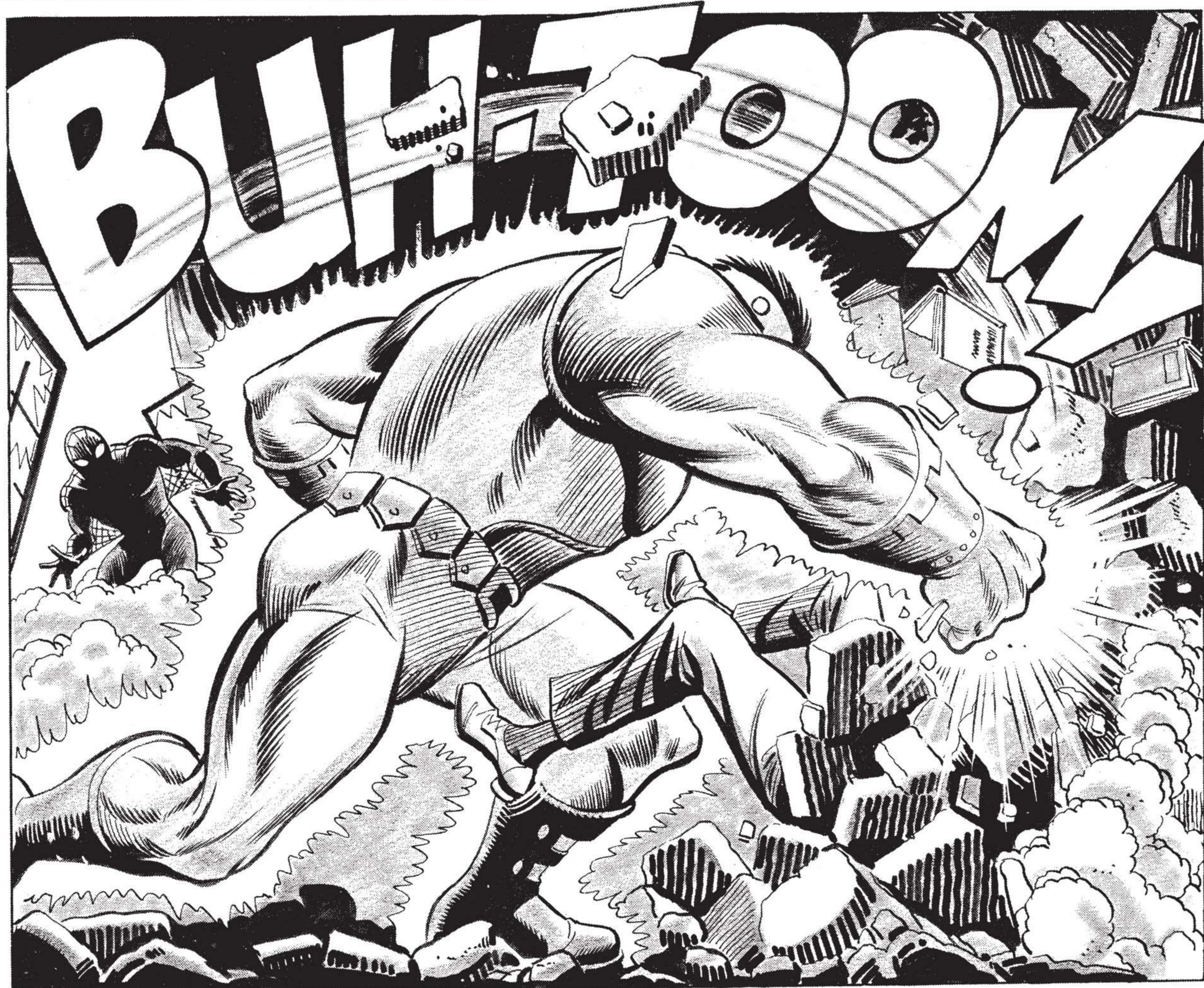
I TRIED TO WARN YOU... BUT YOU WOULDN'T LISTEN. AND NOW IT'S TOO LATE.

YOUR INSATIABLE LUST FOR POWER... HAS DESTROYED US.

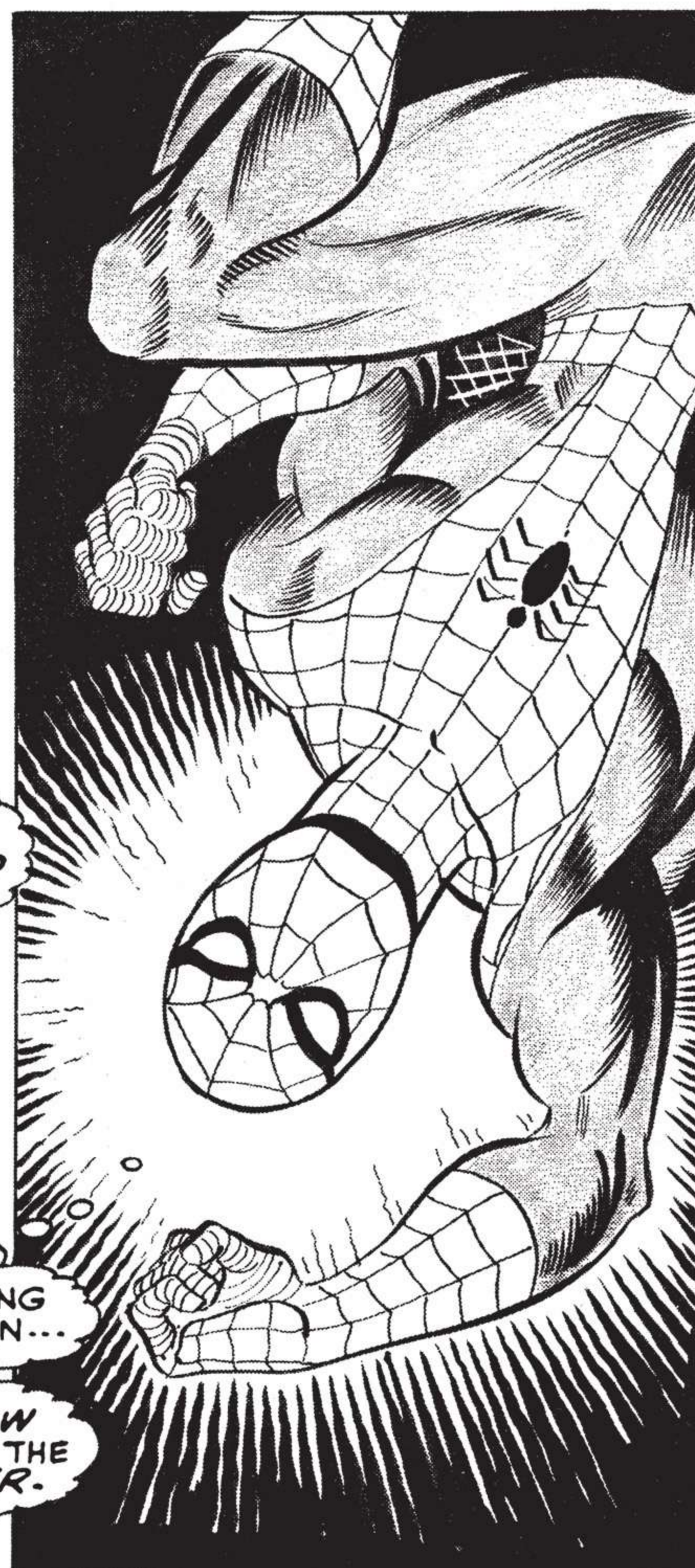
RUN, BEFORE HE GETS HIS HANDS ON YOU.

THE MINI-CONTROL SHORTED! THE CURRENT IS OFF.

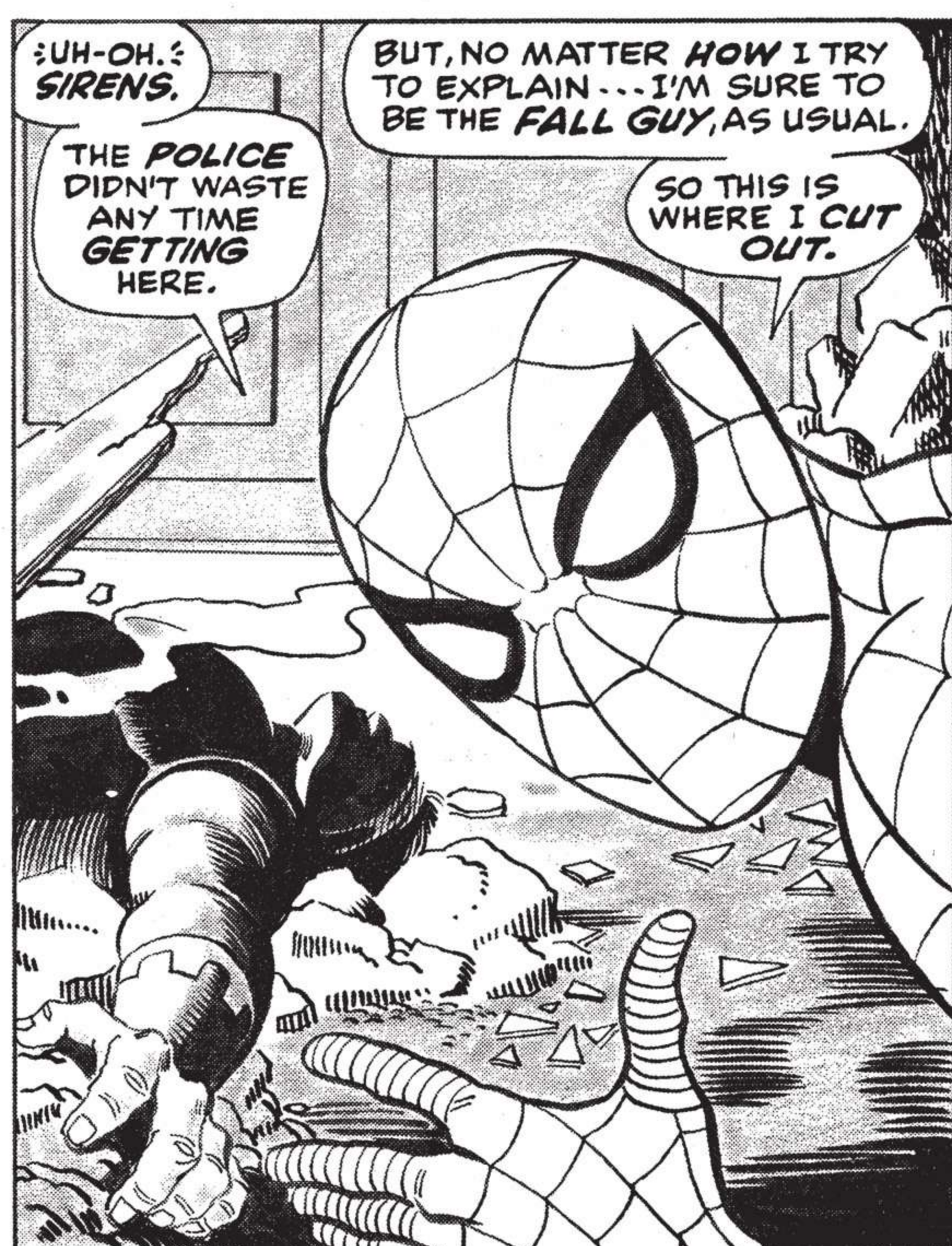
IT ISN'T FUNCTIONING. IT'S DEAD!











AND, AS THE SEEMINGLY CYNICAL WEB-SLINGER SWINGS AWAY INTO THE ALL-CONCEALING NIGHT...

LOOK... THERE AMONG ALL THE DEBRIS... IT'S THE GIANT.

HE SEEMS TO BE... DEAD.

HE AND SPIDER-MAN MUST HAVE ATTACKED RALEIGH...

BUT ONLY ONE OF THEM ESCAPED.

BY THE WAY... WHERE IS RALEIGH?



SOMEBODY GIVE ME A HAND WITH THIS RUBBLE!

I THINK I FOUND... A BODY.



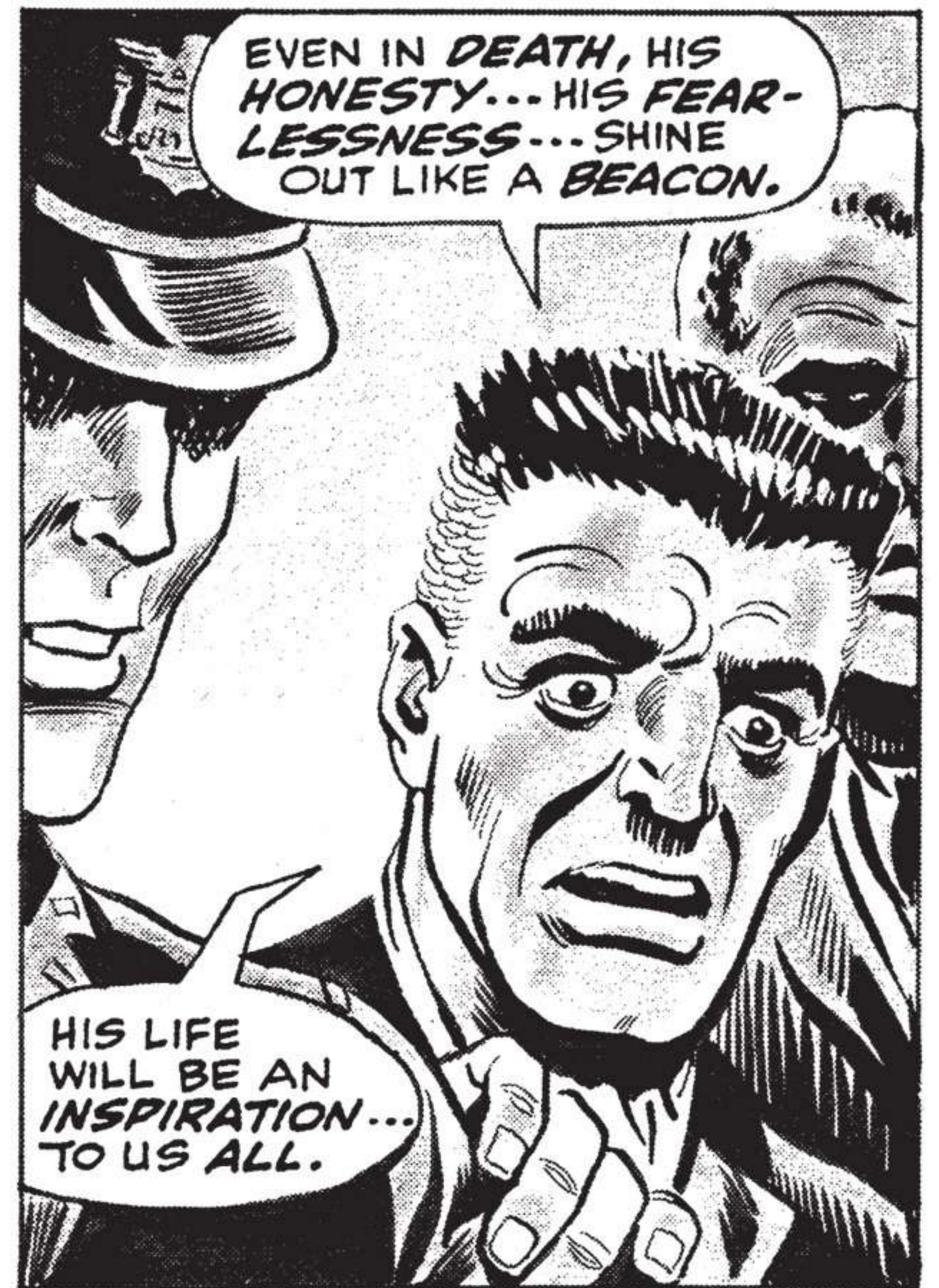
IT'S RALEIGH.

HE MUST HAVE FOUGHT GALLANTLY... BUT HE DIDN'T HAVE A CHANCE.



EVEN IN DEATH, HIS HONESTY... HIS FEARLESSNESS... SHINE OUT LIKE A BEACON.

HIS LIFE WILL BE AN INSPIRATION... TO US ALL.



I FEEL SORRY FOR THE MAN... BUT AREN'T YOU GOING OVERBOARD, JJ?

WHAT DO WE REALLY KNOW ABOUT HIM?

SPIDER-MAN HATED HIM... AND THAT'S GOOD ENOUGH FOR ME!



I'M GOING BACK TO WRITE THE GREATEST EDITORIAL OF MY CAREER...

I'LL MAKE THE WORLD ASHAMED THAT RALEIGH IS DEAD... WHILE SPIDER-MAN ROAMS FREE.



THE END?

...ONLY TILL NEXT ISSUE.

"IN THE BEGINNING"

FOR YE WHO BE NEW TO
THE HALLOWED RANKS
OF *SPIDERDOM*, WE DO
HEREBY RECREATE, IN ALL
ITS BRAIN-BLASTING GLORY--

THE MANY SPLENDORED

ORIGIN

OF

SPIDEY!

(NEWLY UPDATED, 'NATCH!)

--ASHES
TO ASHES,
AND DUST
TO DUST--

IT'S OVER!
UNCLE BEN
IS DEAD--
AND BURIED!

AND IT WAS
I WHO
KILLED
HIM!

COMPULSIVELY CREATED AND
RELENTLESSLY RETOLD, BY:
OUR GRANDILOQUENT GURU,

STAN THE MAN LEE

PASSIONATELY PENCILLED BY:
LAUGHIN'

LARRY LIEBER

EXOTICALLY
EMBELLISHED BY:

WILD
BILL
EVERETT

LOVINGLY
LETTERED BY:

ADORABLE
ARTIE
SIMEK

AND NOW,
PREPARE FOR
WONDERMENT
SUCH AS THOU
HAST NEVER
KNOWN--

SLOWLY, FALTERINGLY, THE GUILT-RIDDEN **PETER PARKER** AND HIS GRIEVING **AUNT MAY** SILENTLY LEAVE THE BURIAL SITE--UNITED BY A GROWING BOND OF SORROW...

IF I HADN'T **FAILED HIM**--HE MIGHT STILL--BE **ALIVE** TODAY!

HOW CAN I **LIVE** WITH THIS--FOR THE REST OF MY LIFE?

IF ONLY--IT HAD NEVER **HAPPENED!**

IF ONLY I COULD **FORGET**--THAT FATEFUL DAY--IN THE SCHOOL SCIENCE LAB...



BUT NEITHER **PETER PARKER**--NOR **WE**--SHALL EVER BANISH FROM OUR MEMORY THE STRANGE EVENTS WHICH ARE ABOUT TO UNFOLD! THE EVENTS WHICH LED TO THE DEATH OF **BEN PARKER**--AND TO THE SUDDEN, STARTLING **BIRTH** OF THE AMAZING **SPIDER-MAN**--

THE OTHER KIDS **TAUNT** ME--CALL ME A **BOOKWORM!**

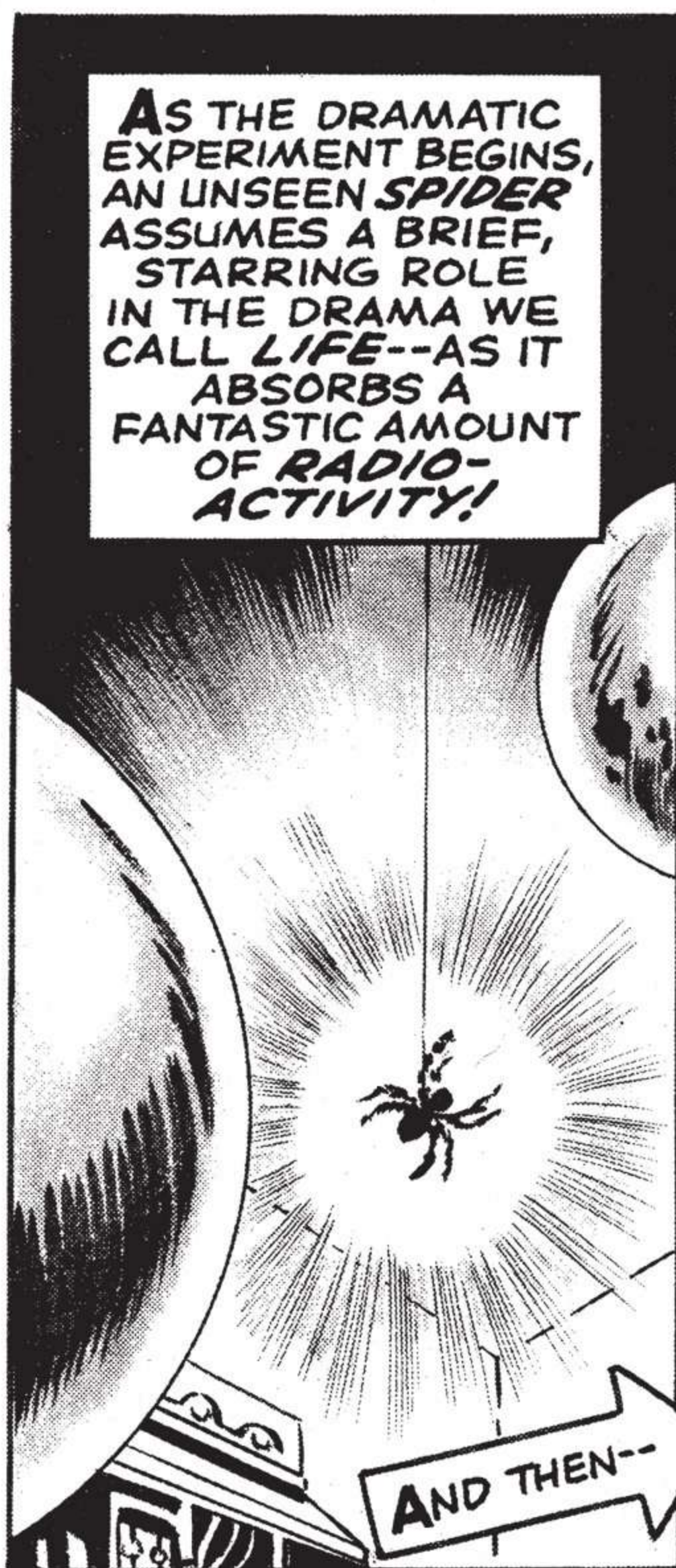
BUT I DON'T CARE!

SOME DAY THEY'LL BE **SORRY** THAT THEY LAUGHED AT ME!

NOW WE'LL DEMONSTRATE HOW **RADIO-ACTIVITY** IS CONTROLLED IN THE LAB--



AS THE DRAMATIC EXPERIMENT BEGINS, AN UNSEEN **SPIDER** ASSUMES A BRIEF, STARRING ROLE IN THE DRAMA WE CALL **LIFE**--AS IT ABSORBS A FANTASTIC AMOUNT OF **RADIO-ACTIVITY!**



SOME-THING **BIT** ME!



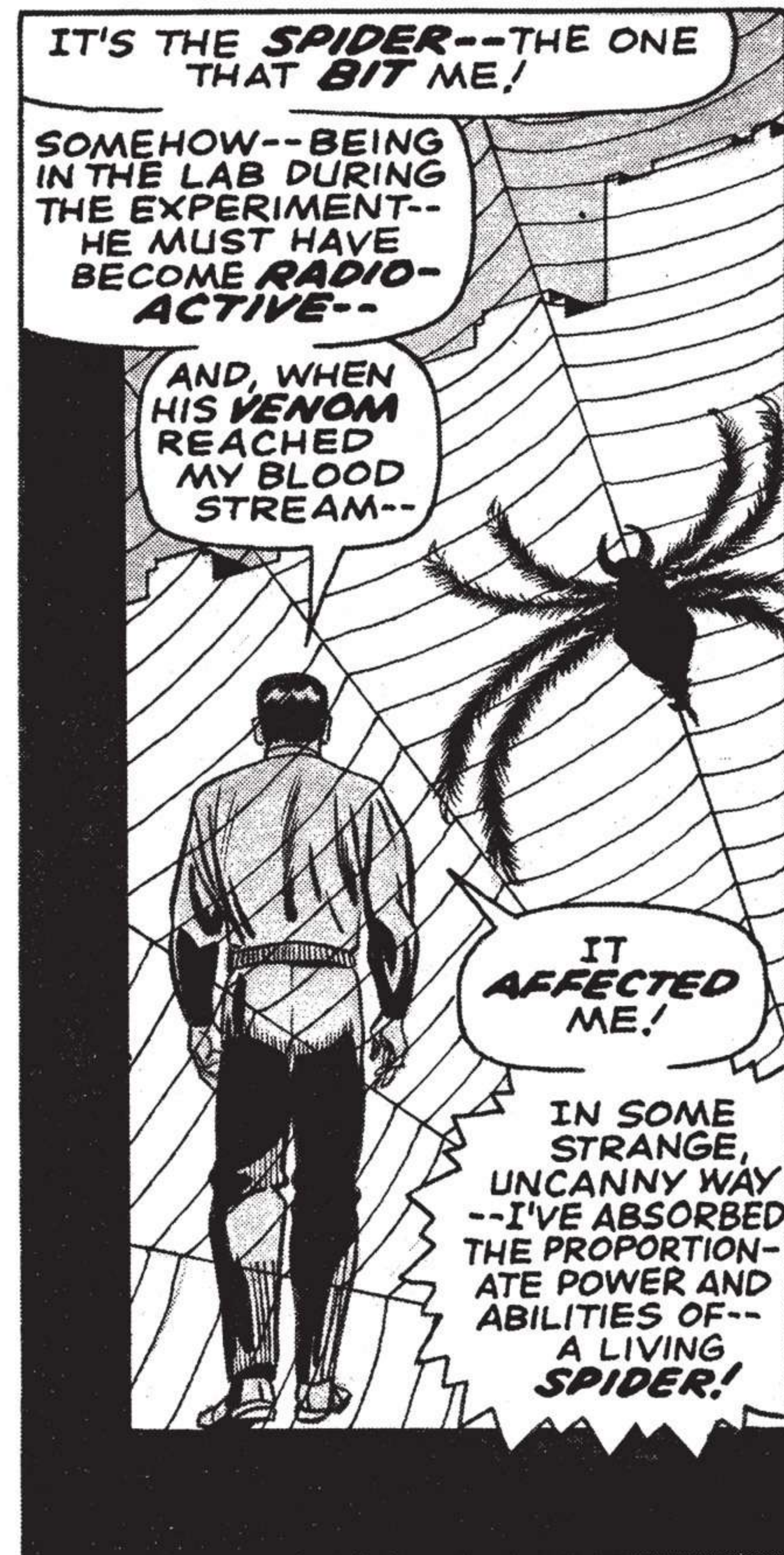
A SPLIT-SECOND LATER, ALL LIFE HAS EBBED FROM THE STILL-GLOWING ARACHNID'S BODY--BUT, IT HAD LIVED LONG ENOUGH TO AFFECT THE COUNT-LESS **CORPUSCLES** IN THE BLOOD STREAM OF **PETER PARKER**--

IT WAS JUST --A SPIDER!

BUT--WHY DO I FEEL--SO **STRANGE**--SO **DIFFERENT**--?







IN THE FRANTIC DAYS THAT FOLLOW, THE INGENIOUS YOUTH CREATES HIS NOW-LEGENDARY **WEB-SHOOTER**--

IT WORKS LIKE A **CHARM!** TWO PRESSES OF THIS SIMPLE DOOHICKEY, AND **ZOWIE!**



WITH MY NEW-FOUND **SPIDER POWER**, I CAN CONTROL IT LIKE A **SHARPSHOOTER!**

AND I'LL KEEP **MODIFYING** THE FLUID TILL IT'S JUST THE RIGHT **CONSISTENCY!**



BUT NOW, I NEED ONE THING MORE--

--A **COSTUME!**

IF I'M GONNA GET INTO **SHOW BIZ**, I MIGHT AS WELL **LOOK** THE PART!

BOY! I NEVER KNEW **SEWING** WAS SO HARD!

--THOUGHT I'D **NEVER** FINISH IT!



ANYWAY, SINCE I HAVE THE **POWERS** OF A SPIDER--

I MIGHT AS WELL **CALL** MYSELF--

SPIDER-MAN!



LOOKS PRETTY GOOD, IF I **DO** SAY SO MYSELF!

OKAY, WORLD-- BETTER HANG ONTO YOUR **HAT!**

YOU'RE ABOUT TO MEET THE ORIGINAL **WEB-SWINGING WONDER!**



ACTUALLY, THE "FLOWERING OF SPIDER-MAN" HAPPENED A BIT **SLOWER** THAN THIS, BUT FORGIVE US, FAITHFUL ONE--WE'VE ONLY A FEW PAGES LEFT! AND NOW, BACK TO OUR BOY--

MY FIRST STOP WILL BE THE NEAREST **TV STUDIO!**

I'VE JUST GOT TO BE THE ANSWER TO **ED SULLIVAN'S** PRAYERS!



OR MAYBE I SHOULD TRY THE **CIRCUS** FIRST!

AW, IT DOESN'T MATTER--AS LONG AS THE **PAY-OFF** IS THERE!

NOW TO MAKE A REAL **DRAMATIC ENTRANCE--**



HEY!-- SOMEONE'S **UPSTAGING** ME!

STOP, THIEF! STOP, THIEF!

YOU--IN THE **COSTUME--** GRAB HIM! IF HE MAKES IT TO THE **ELEVATOR**, HE'LL GET AWAY!

THAT'S **YOUR** PROBLEM... NOT **MINE!**

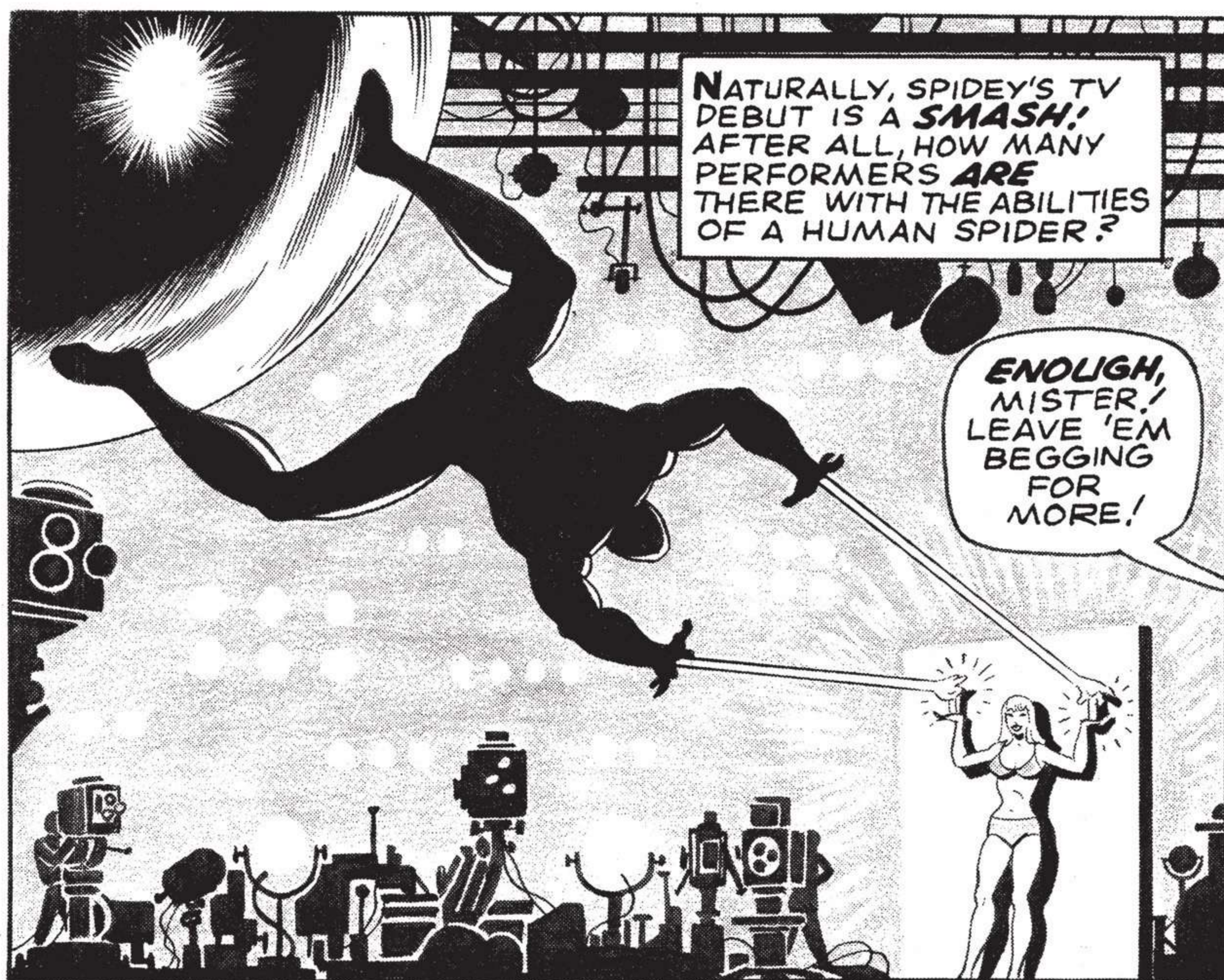
WHAT'S WITH YOU, MISTER?



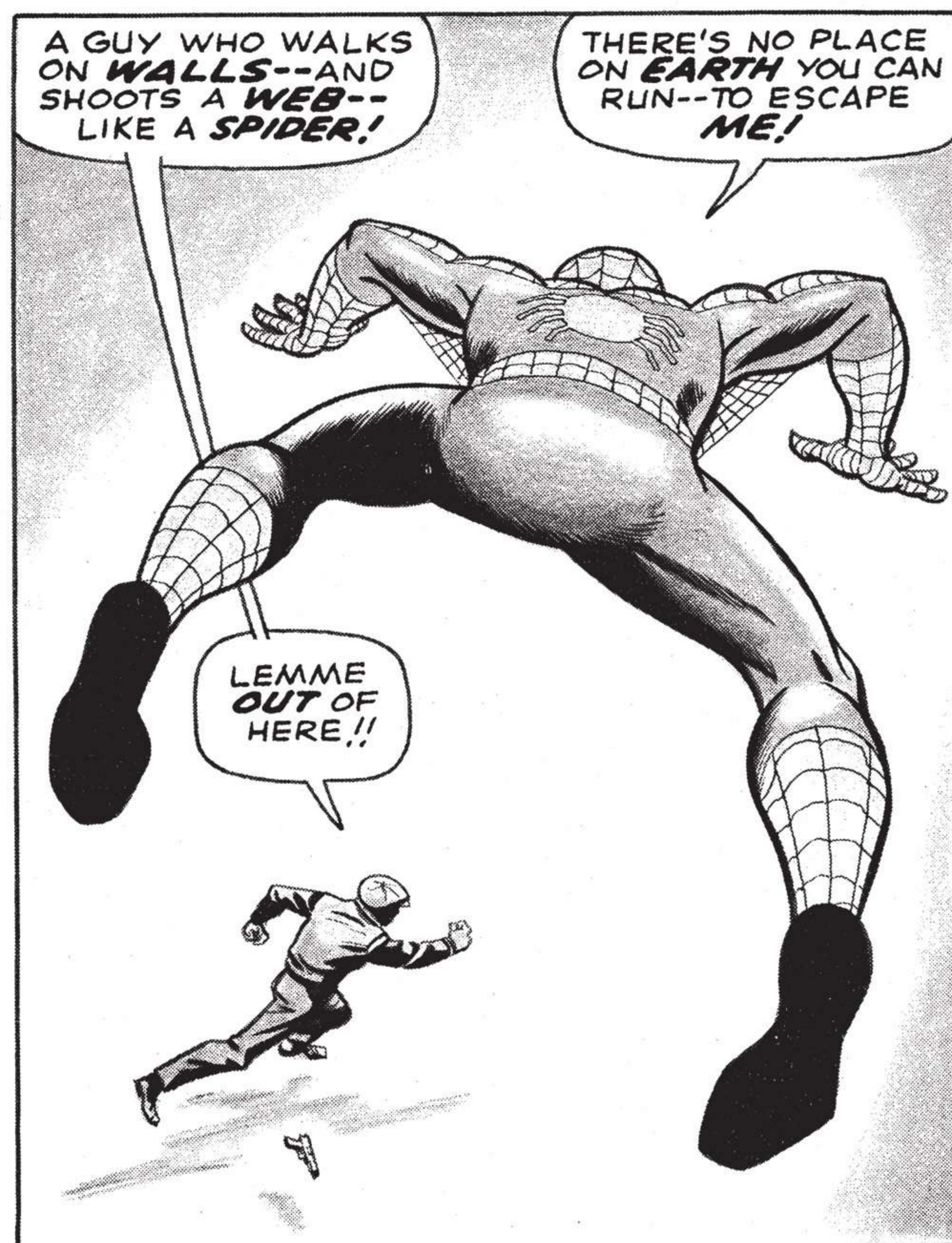
ALL YOU HAD TO DO WAS **TRIP** HIM--OR **HOLD** HIM--JUST FOR A MINUTE!

SORRY, PAL! I'M **THRU** BEING PUSHED AROUND! FROM NOW ON, I LOOK OUT FOR **NUMBER ONE--**AND THAT MEANS--**ME!**











AND NOW,
I'LL JUST--
WAIT!!

THAT *FACE*!
IT--OH NO!
NO! IT JUST--
CAN'T BE!
BUT--IT IS--

IT'S THE FUGITIVE WHO
RAN *PAST* ME THE OTHER
DAY!

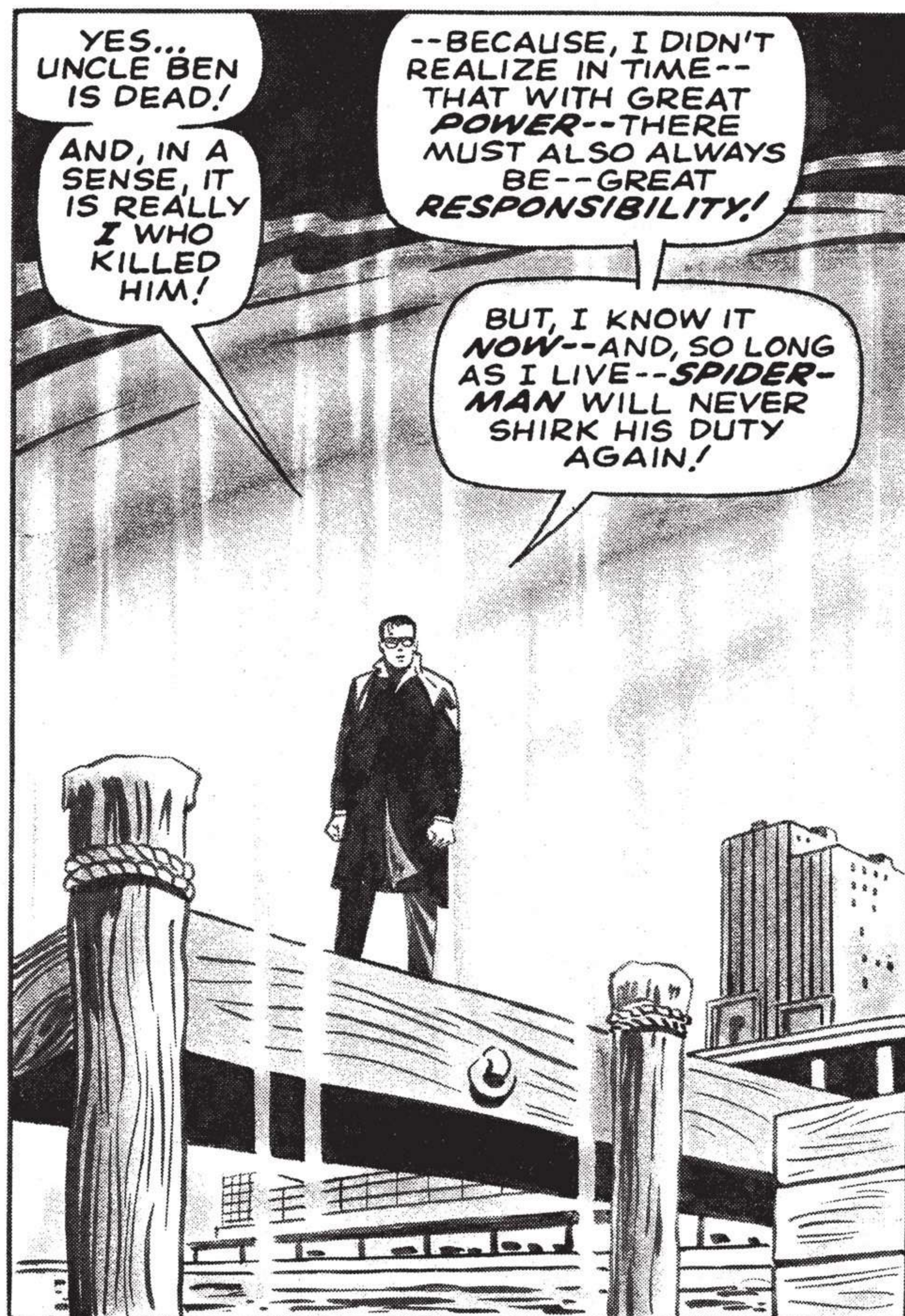
THE ONE I DIDN'T
STOP--WHEN I HAD
THE CHANCE!



IT'S MY FAULT--ALL MY FAULT!

IF ONLY--I
HAD *TACKLED*
HIM--WHEN I
HAD THE
CHANCE!

BUT, I *DIDN'T*--
SO HE *ESCAPED*!
AND NOW--UNCLE
BEN IS--*DEAD*!

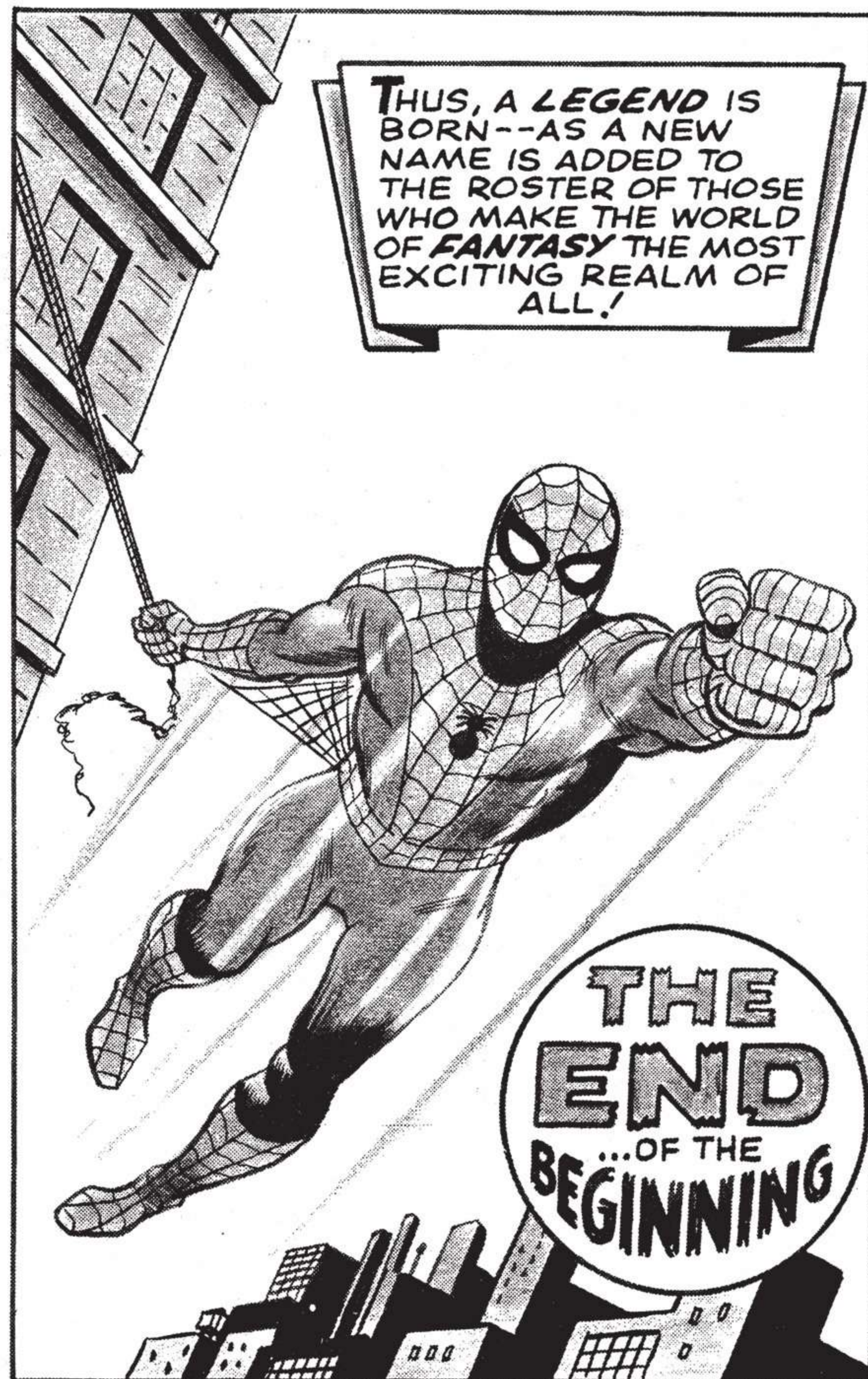


YES...
UNCLE BEN
IS DEAD!

AND, IN A
SENSE, IT
IS REALLY
I WHO
KILLED
HIM!

--BECAUSE, I DIDN'T
REALIZE IN TIME--
THAT WITH GREAT
POWER--THERE
MUST ALSO ALWAYS
BE--GREAT
RESPONSIBILITY!

BUT, I KNOW IT
NOW--AND, SO LONG
AS I LIVE--*SPIDER-*
MAN WILL NEVER
SHIRK HIS DUTY
AGAIN!



THUS, A *LEGEND* IS
BORN--AS A NEW
NAME IS ADDED TO
THE ROSTER OF THOSE
WHO MAKE THE WORLD
OF *FANTASY* THE MOST
EXCITING REALM OF
ALL!

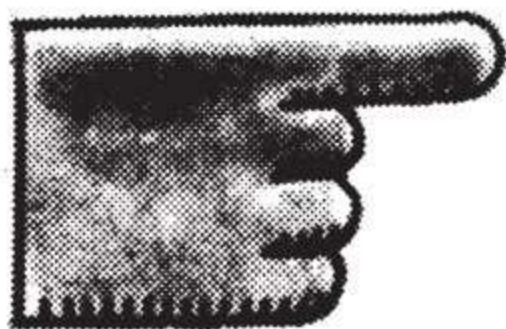
THE
END
...OF THE
BEGINNING

NEXT ISSUE

DON'T DARE MISS THE
RE-BIRTH
OF
**THE GREEN
GOBLIN**



ON
SALE
JULY 9TH
--TILL THEN,
KEEP THY WEBS
UNTANGLED!



FOLLOW SPIDEY'S SENSATIONAL EXPLOITS
IN FULL COLOR EACH MONTH IN THE
AMAZING SPIDER-MAN... ONLY 12¢,
WHEREVER COMIC BOOKS ARE SOLD!

